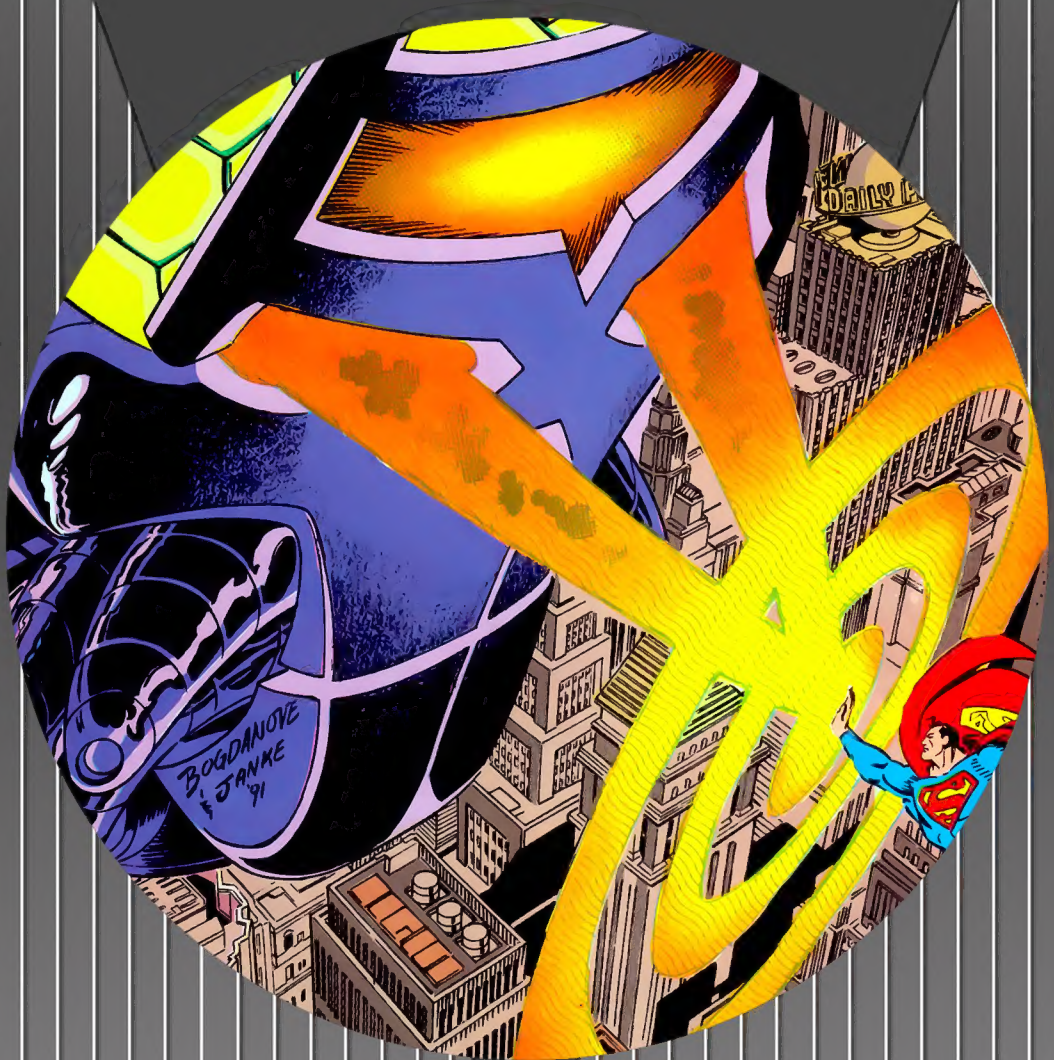
SUPERMAN

Post-CRISIS ON INFINITE EARTHS

Volume 52:

Panic in the Sky



〈KLETUS-4 IS JUST LIKE A THOUSAND OTHER PLANETS... 〉

〈... ITS BUSINESS IS BUSINESS, IF YOU CATCH MY DRIFT. 〉

〈DON'T GET ME WRONG, ﾆｶﾂ"ﾆｰ'S NO CHEAP DIVE! HEY, YOU COULD EVEN BRING YOUR HATCHLINGS IN HERE! 〉

ｽﾀﾞﾆｰ

〈IT'S JUST THAT... SOMETIMES... EVEN IN THE NICEST PLACES... THINGS CAN GET A LITTLE CRAZY... 〉

〈HEH-HEH-HEH! PAR-TEE! PAR-TEE! 〉

〈HEY! HANDS OFF, BUSTER! 〉

〈I MEAN IT! LEMME GO! 〉

〈THAT'S WHEN THE *STRANGER* APPEARED. I'D NEVER EVEN HEARD HIM ENTER! 〉

〈I DON'T THINK THE LADY WANTS YOUR AFFECTIONS! 〉

〈UH?! 〉

〈HE SPOKE *INTERLAC* LIKE A BEGINNER, AND HIS ACCENT WAS... STRANGE. HE WAS A *BIG ONE*... 〉

〈DON'T--! 〉

〈HO! I COME HERE TO PAR-TEE! 〉

〈YOU NO LIKE? TOO BAD! 〉

SHRIKT

THE PAST IS PROLOGUE

〈... BIG AND FAST! JUST THEN, I COULDN'T IMAGINE HOW HE'D AVOIDED GETTING CUT!〉
〈PERHAPS I FAILED TO MAKE MYSELF CLEAR...〉
〈NO BLOOD?!? BUT I FELT--!〉
〈WHAT YOU MADE OF, STEEL?!〉
PLEASE-SIRS-TAKE-IT-OUTSIDE.
ROGER STERN WRITER • BOB McLEOD PENCILER • DENIS RODIER INKER
BILL OAKLEY LETTERER • GLENN WHITMORE COLORIST
DAN THORSLAND ASSISTANT • MIKE CARLIN CRUISIN'
SUPERMAN created by JERRY SIEGEL & JOE SHUSTER

ACTION COMICS 674. February,1992. Published monthly by DC Comics Inc., 1325 Avenue of the Americas, New York, NY 10019. POSTMASTER: Send address changes to ACTION COMICS, DC Comics Subscriptions, P.O. Box 0528, Baldwin, NY 11510. Annual subscription rate $12.00. Canadian subscribers must add $8.00 for postage and GST. GST # is R125921072. All other foreign countries must add $12.00 for postage. U.S. funds only. Copyright © 1992 DC Comics Inc. All Rights Reserved. All characters featured in this issue, the distinctive likenesses thereof, and all related indicia are trademarks of DC Comics Inc. The stories, characters and incidents mentioned in this magazine are entirely fictional. Advertising Representative: Print Advertising Representatives, 355 Lexington Avenue, New York, NY 10017 (212) 949-6850. Printed in U.S.A.
DC Comics Inc. A Warner Bros. Inc. Company

〈AND THAT'S WHEN THESE TWO DRUNKEN *DOG SOLDIERS* BUTTED IN ... 〉

〈'EY, IF THIS'S GON' BE A FIGHT, WE WANT IN ! 〉

〈WHAT--?! 〉

〈YAH, WE'LL GIVE YA A HAND WITH 'IM ! GOT THE STINK OF *PRIMATE* ABOUT 'IM , 'E DOES ! 〉

〈YES ! YOU HOLD-- I KILL ! 〉

EEYIP !

YIIIEEE !

〈I HAVE HAD JUST ABOUT *ENOUGH* OF THIS NONSENSE ! 〉

〈HA ! YOU STRONG TOO, EH ? 〉

〈NO MATTER--〉

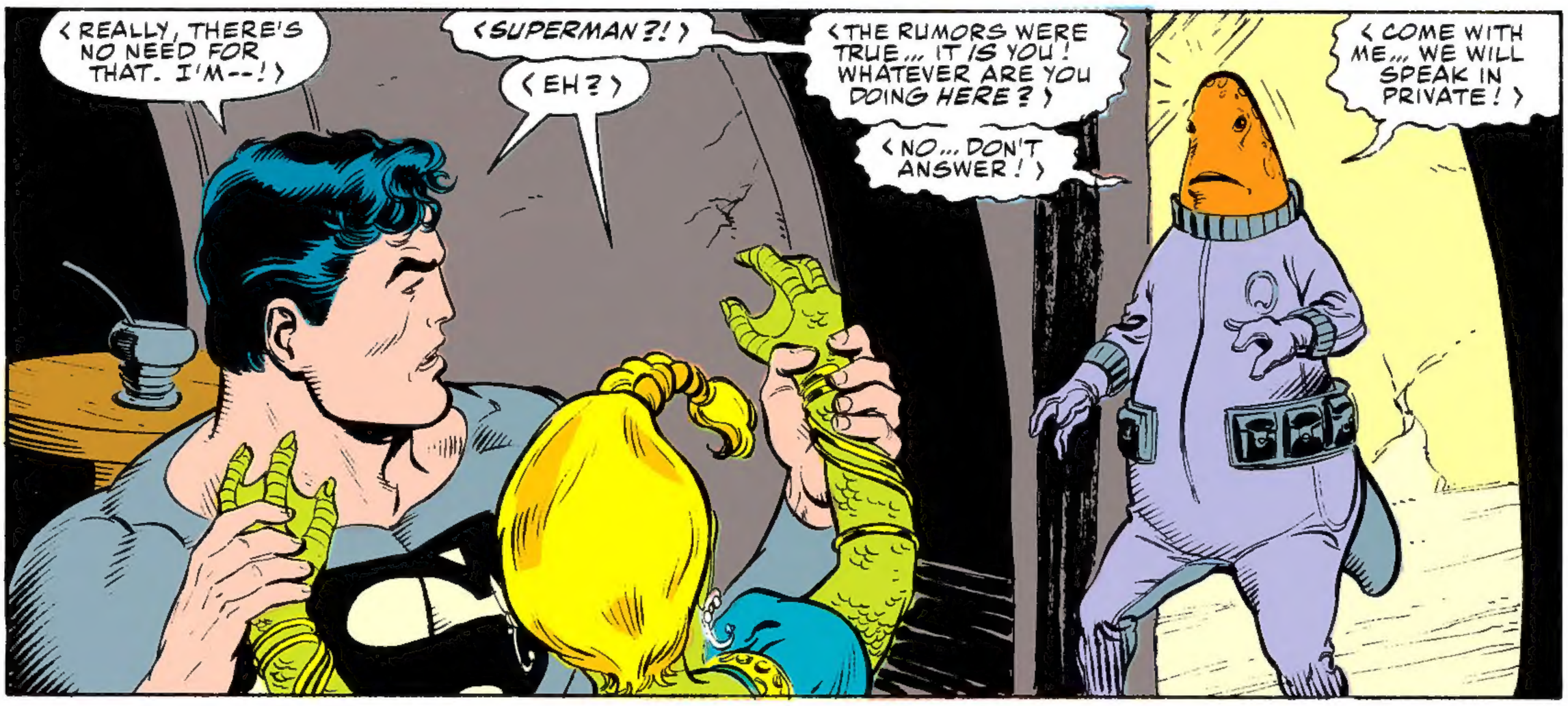
〈--YOU FRY JUST AS WELL ! 〉

〈NO.〉
〈NO! THAT BLAST CAN SLAG SOLID METAL! THIS CANNOT BE!!〉
〈I'VE HALF A MIND TO FEED YOU THAT GUN...〉
meep!

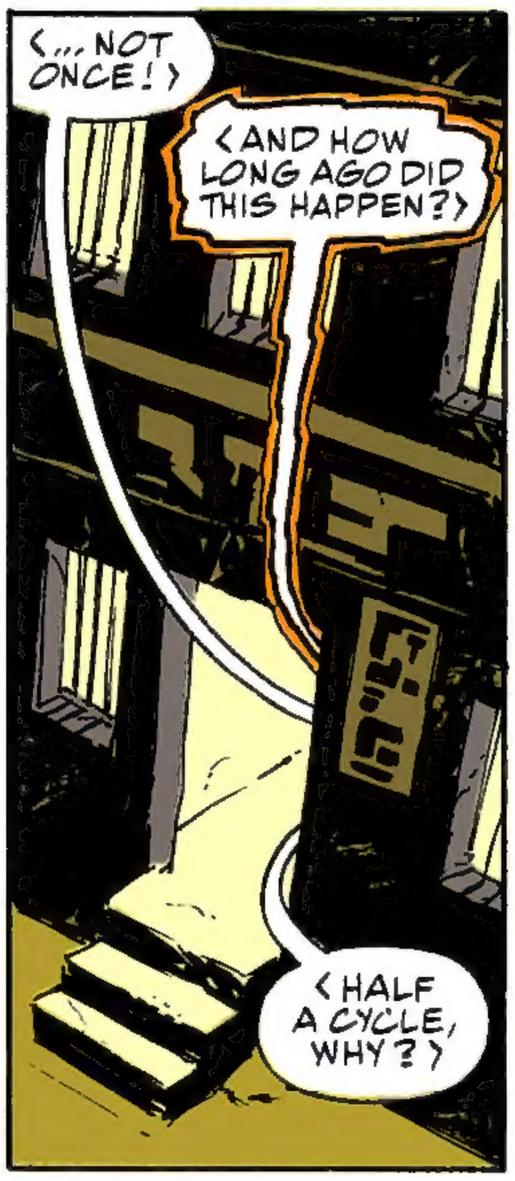
〈...BUT I WOULDN'T FLATTER YOU BY EXPENDING THAT MUCH EFFORT!〉
SHTOOM
GYAAH!

〈IT'LL BE A WHILE BEFORE HE BOTHERS ANYONE AGAIN!〉
〈THAT WAS MAGNIFICENT!〉
〈OOO, AND SO ARE YOU!〉

〈UH... MA'AM...〉
〈CALL ME PAHLEEN... I'M EVER SO GRATEFUL. I'VE NEVER SEEN ANY-THING LIKE YOU IN THESE PARTS BEFORE... NEW IN TOWN, AREN'T YOU? HOW ABOUT IF I... SHOW YOU AROUND?〉


〈REALLY, THERE'S NO NEED FOR THAT. I'M--!〉
〈SUPERMAN?!〉
〈EH?〉
〈THE RUMORS WERE TRUE... IT IS YOU! WHATEVER ARE YOU DOING HERE?〉
〈NO... DON'T ANSWER!〉
〈COME WITH ME... WE WILL SPEAK IN PRIVATE!〉

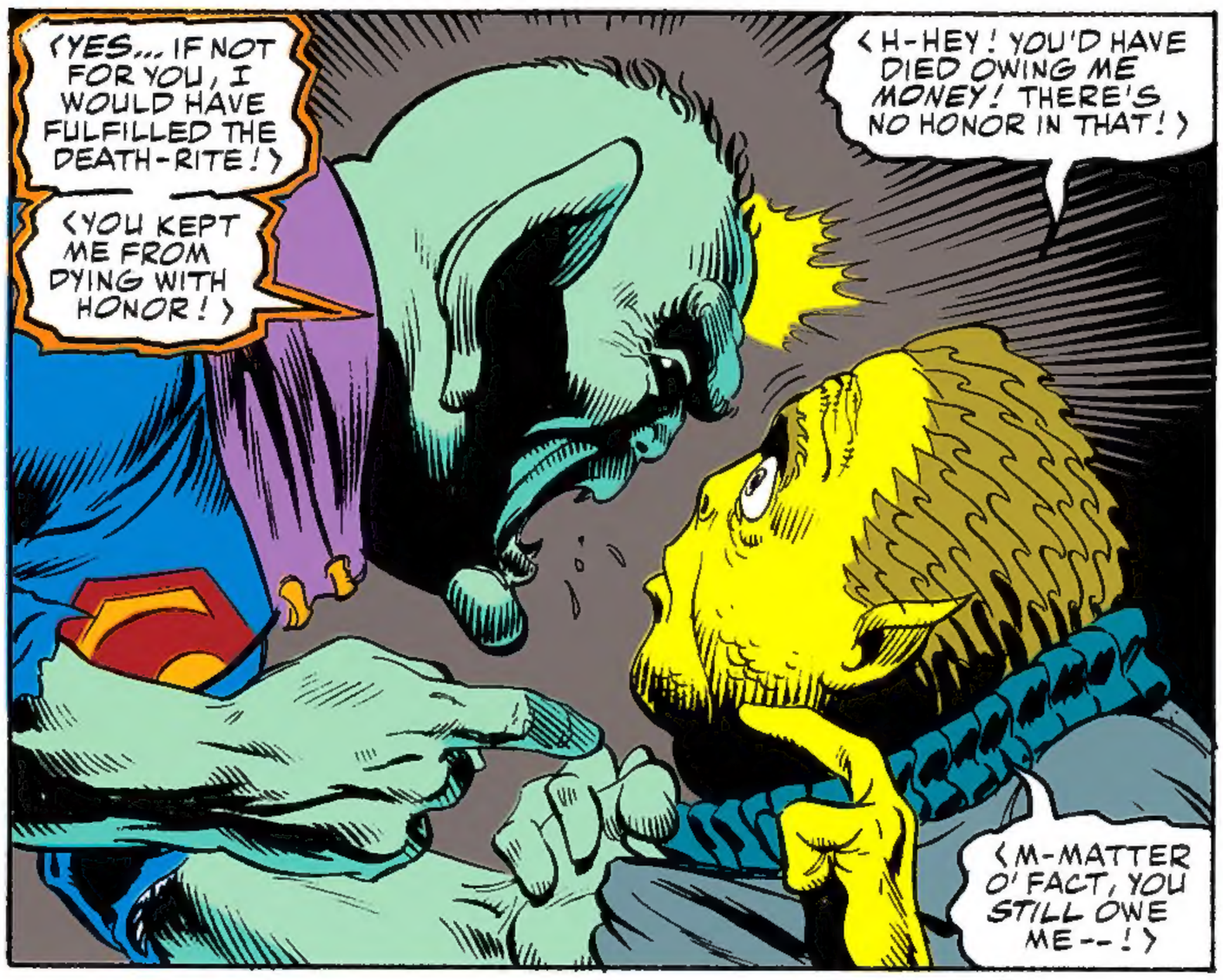
〈THEN THAT LITTLE SPUD LED HIM AWAY AS IF HE WERE A PUPPY! AND-- CAN YOU BELIEVE IT?-- HE NEVER EVEN LOOKED BACK AT ME... 〉

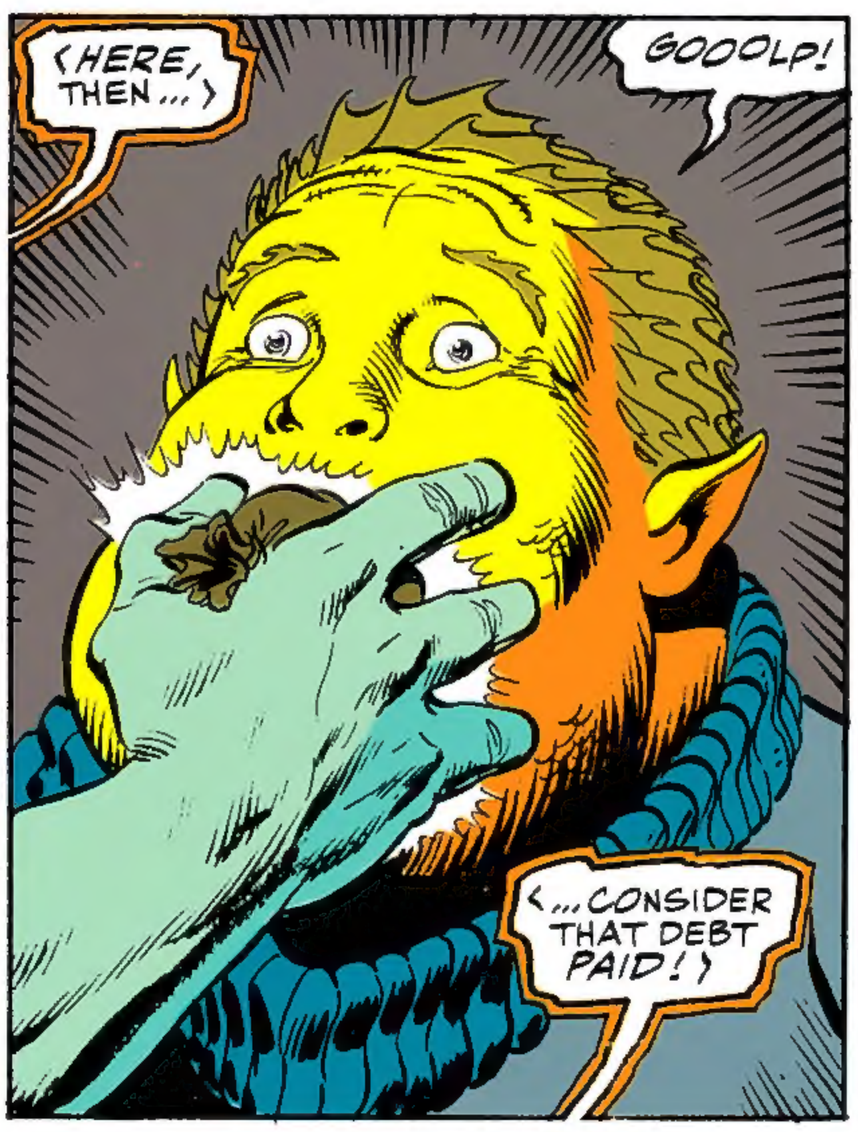

〈... NOT ONCE! 〉
〈AND HOW LONG AGO DID THIS HAPPEN?〉
〈HALF A CYCLE, WHY? 〉

〈IT COULDN'T HAVE BEEN HIM, DRAAGA. HIS PLANET WASN'T UP TO DEEP SPACE TRAVEL. NO WAY SUPERMAN COULD'VE BEATEN US HERE! 〉
〈SUPERMAN'S WHAT THE LI'L GUY CALLED HIM! AND LIKE I WAS SAYING, THE EMBLEM ON HIS SHIRT WAS A MATCH FOR YOURS! 〉

〈THE DESCRIPTION FITS... IT MUST BE HIM! 〉
〈WE MUST FIND HIM! I MUST REGAIN MY HONOR! 〉

〈YOU KNOW, YOU SHOULDN'T FIXATE SO ON THIS SUPERMAN GUY... IT AIN'T HEALTHY! 〉
〈I MUST KILL HIM, K'RAAMDYN ... OR DIE IN THE ATTEMPT! 〉
〈WHAT IS THE MATTER WITH YOU? HE NEARLY KILLED YOU ONCE ALREADY ... ON THAT MOON OF EARTH'S! * YOU'D HAVE DIED THEN IF NOT FOR ME! 〉
* BACK IN ADVENTURES OF SUPERMAN #465.


〈YES... IF NOT FOR YOU, I WOULD HAVE FULFILLED THE DEATH-RITE! 〉
〈YOU KEPT ME FROM DYING WITH HONOR! 〉
〈H-HEY! YOU'D HAVE DIED OWING ME MONEY! THERE'S NO HONOR IN THAT! 〉
〈M-MATTER O' FACT, YOU STILL OWE ME--! 〉


〈HERE, THEN... 〉
GOOOLP!
〈... CONSIDER THAT DEBT PAID! 〉

〈SHEESH! TALK ABOUT HAVIN' YER MONEY PUT WHERE YER MOUTH IS--!〉

〈FAREWELL, K'RAAMDYN. OUR PARTNERSHIP IS OVER!〉

〈YOUR PARDON... I COULD NOT HELP BUT OVERHEAR ...YOU SEARCH FOR THIS SUPERMAN?〉

〈I DO!〉

〈THEN PERHAPS YOU WILL ALLOW ME TO ASSIST YOU?〉

〈EH? WHY WOULD A STRANGER WISH TO HELP A DISGRACED WARRIOR?〉

〈I, TOO, KNOW THE IMPORTANCE OF SETTLING OLD SCORES, DRAAGA!〉

〈YOU... YOU ARE THE LADY MAXIMA, FIRST BORN OF THE HOUSE OF ALMERAC!〉

〈I AM... AND MY RESOURCES ARE CONSIDERABLE.〉

〈BUT WE MUST NOT TARRY, LEST OUR QUARRY'S TRAIL GROW COLD!〉

〈SIR, COULD YOU SPARE SOME CHANGE? PLEASE--〉

"〈--HELP A POOR SOUL WHO'S DOWN ON HIS LUCK!〉"

:'HUNGH: I APPRECIATE THIS, BIBBO, REALLY I DO!

AW, DON' MENTION IT, RED! I GOT ME A GOOD MEM'RY... I REMEMBER WHAT IT'S LIKE TA BE OUTTA WORK.

UH, YER SURE YA DON' WANT A HAND THERE--?

BIBBO'S ACE O' CLUBS

NO WAY... YOU'VE FED ME... GIVEN ME A PLACE TO STAY... IT'S ONLY FAIR I PULL MY OWN WEIGHT WITH THE CHORES.

WHOOPS!

HEY!

HEADS UP, RUDY! HEH-HEH!

'EY, I THOUGHT THAT "NEITHER RAIN, NOR SNOW, NOR GLOOM OF NIGHT" WAS S'POSED TA SLOW YA DOWN!

VERY FUNNY, BIBBO! YOU WANT THESE LETTERS, OR DON'T YOU?

I AM SORRY.

U.S. MAIL

CHEE, I GET SO MUCH MORE MAIL EVER SINCE I WON THE LOTT'RY.

WUZZIS? PITCHERS?

PITCHERS... PICTURES?!

AS IN PHOTOS?!

YEAH--!

MY PHOTOS! BIBBO, THEY'RE MY PHOTOS, BACK FROM THE DEVELOPER!

FINALLY!!

I HOPE THEY CAME OUT...

...ALL RIGHT!

BIBBO, GET A LOAD OF THESE BEAUTIES!

NOT BAD FOR BEING TAKEN WITH A DIS-POSABLE CAMERA, HUH?

SEE, THERE'S THAT CRAZY ROBOT! I CAUGHT HIM PERFECTLY--

"...JUST AS HE REALLY STARTED TAKING OFF!"

KRASH

WELL! THE MOST INTERESTING THINGS ARE WAREHOUSED THESE DAYS!

SUPERMAN!!

I THOUGHT YOU SAID HE COULDN'T SEE US IN HERE?!

HE COULDN'T... SHOULDN'T! THE WALLS ARE LINED WITH--

--LEADDUUGH!

AND I CAN'T SEE *THROUGH* LEAD, CAN I?

WHICH MEANS THAT--TO ME--THIS PLACE STUCK OUT LIKE A BOULDER IN A SWIMMING POOL!

WHU--!

B-BACK OFF! I'M WARNIN' YOU--!

DON'T MAKE ME LEEAAUUGH!

GIVE ME THAT!!

I'VE HAD IT UP TO *HERE* WITH YOU FUGITIVE *INTERGANGSTERS!*

YOUR ORGANIZATION HAS BEEN CRUSHED... YOUR LEADERS ARE ALL EITHER DEAD OR IN CUSTODY... DID YOU THINK YOU COULD HIDE FROM ME FOREVER?!

H-HEY, BE CAREFUL WITH THAT THING!

YEAH, YOU DON'T KNOW HOW POWERFUL IT IS!

OH, I HAVE A VERY GOOD IDEA--!

KA-HOOM

SUPERMAN? *SUPERMAN!*

EVERYTHING "OKAY" IN THERE?!

EVERYTHING'S UNDER CONTROL, INSPECTOR TURPIN.

THESE WALLCRAWLERS WON'T BE GIVING YOU ANY TROUBLE NOW!

SHORTLY...

THANKS AGAIN, SUPERMAN! WE APPRECIATE YOUR HELP IN MOPPING UP THESE "HOLD-OUTS!"

MY PLEASURE, INSPECTOR! I JUST HOPE THESE ARE THE LAST OF THEM!

GIVE MY BEST TO CAPTAIN SAWYER!

POLICE

I'LL DO THAT!

I WONDERED WHAT ALL THE COMMOTION WAS ABOUT! AN EARLY MORNING RAID BY METROPOLIS'S FAMED *SPECIAL CRIMES UNIT*... ASSISTED BY *SUPERMAN*, NO LESS!

IMPRESSIVE!

FROM THE LOOKS OF HIS OPPONENTS, THE MAN OF STEEL APPEARS TO LIVE UP TO HIS REPUTATION. HE WOULD BE A FORMIDABLE FOE--

--EVEN FOR THE *HELL-GRAMMITE!*

CLEARLY, I SHALL HAVE TO PROCEED CAREFULLY WITH MY PLANS TO ELIMINATE LEX LUTHOR THE SECOND!

PERHAPS I SHOULD HAVE INSISTED ON MORE MONEY FOR THE TASK.

AH, WELL, AT LEAST MY ARRIVAL HERE COULD NOT HAVE BEEN BETTER TIMED. ONCE THESE PREMISES HAVE BEEN SEALED BY THE POLICE--

--I SHOULD BE ABLE TO MAKE USE OF THEM *MYSELF*...

...AND *NO ONE* WILL BE THE WISER...

"... NOT EVEN THE MIGHTY SUPERMAN!"

MAYBE NOW I'VE FINALLY SEEN THE LAST OF INTERGANG!

FINDING THAT WEAPONS VAULT UNDER THE HOMELESS SHELTER A FEW WEEKS AGO* HELPED THE POLICE UNCOVER A WHOLE SERIES OF UNSUSPECTED INTERGANG REAL ESTATE HOLDINGS--!

YAAHOOO! EE-HEE-HEE!

EH? I KNOW THAT VOICE...

* LAST ISSUE, FOR US!

...IT'S JIMMY! I THOUGHT HE'D MOVED BACK IN WITH HIS MOTHER!* WHAT ON EARTH IS HE DOING IN SUICIDE SLUM?!

I KNEW IT! AH-HAH-HA-HA! I HAVEN'T LOST IT!

I DUNNO 'BOUT THAT.

HELLO, JIMMY... BIBBO!

'EY, SOOPERMAN -- MY NUTTY ROOMIE HERE WUZ JUS' CELEBRATIN' CHRIS'MUS ALL OVER AGIN!

ROOMIE? JIMMY, YOU'RE STILL LIVING WITH BIBBO?

JUST TILL I GET BACK ON MY FEET, YEAH, SUPERMAN--

-- BUT THAT CAN'T BE LONG NOW!

THESE PIX MAY BE A LITTLE DATED, BUT THEY'RE GONNA BE OLSEN'S TICKET BACK TO EMPLOYMENT -- I JUST KNOW IT!

I HOPE YOU'RE RIGHT, JIMMY.

HEY, IF THESE DON'T RATE AMONG THE NEWS PHOTOS OF THE YEAR, YOU CAN PAINT ME PLAID AND CALL ME SCOTTY!

IT MAY HAVE TAKEN A WHILE...

* FOLLOWING THE EVENTS OF ADVENTURES OF SUPERMAN #487 (STILL ON SALE!)

"... BUT MY PRAYERS HAVE FINALLY BEEN ANSWERED!"

〈O GREAT DIVINE, YOU WHO HAVE LED KRYPTON'S LAST SON BACK TO US...〉

〈... END NOW HIS CONFUSION AND RESTORE HIS MIND!〉

〈CELLKEEPER, I DO NOT WANT TO DISAPPOINT YOU, BUT-- REALLY-- I AM *NOT* WHO YOU THINK I AM!〉

〈BUT, YOU ADMITTED THAT YOU REMEMBERED ME! AND I COULD NEVER FORGET YOU.〉

〈LOOK, YOU MUST REMEMBER THIS SPOT WHERE WE BURIED THE NOBLE CLERIC!〉

〈THE CLERIC?〉

"〈YES, THE *CLERIC!* FOR 200 MILLENNIA, HE GUARDED THE MYSTERIOUS *ERADICATOR*. IN ACCEPTING THAT LEGACY OF KRYPTON, YOU HELPED HIM FULFILL HIS DESTINY.*〉

*IN SUPERMAN#33.

〈HE AND I AIDED YOU IN THE GREAT GAMES OF MONGUL... SURELY YOU RECALL *THAT!* YOU ENGRAVED YOUR SYMBOL HERE, TO MEMORIALIZE HIS PASSING. YOU SWORE AN *OATH* ON HIS GRAVE!〉

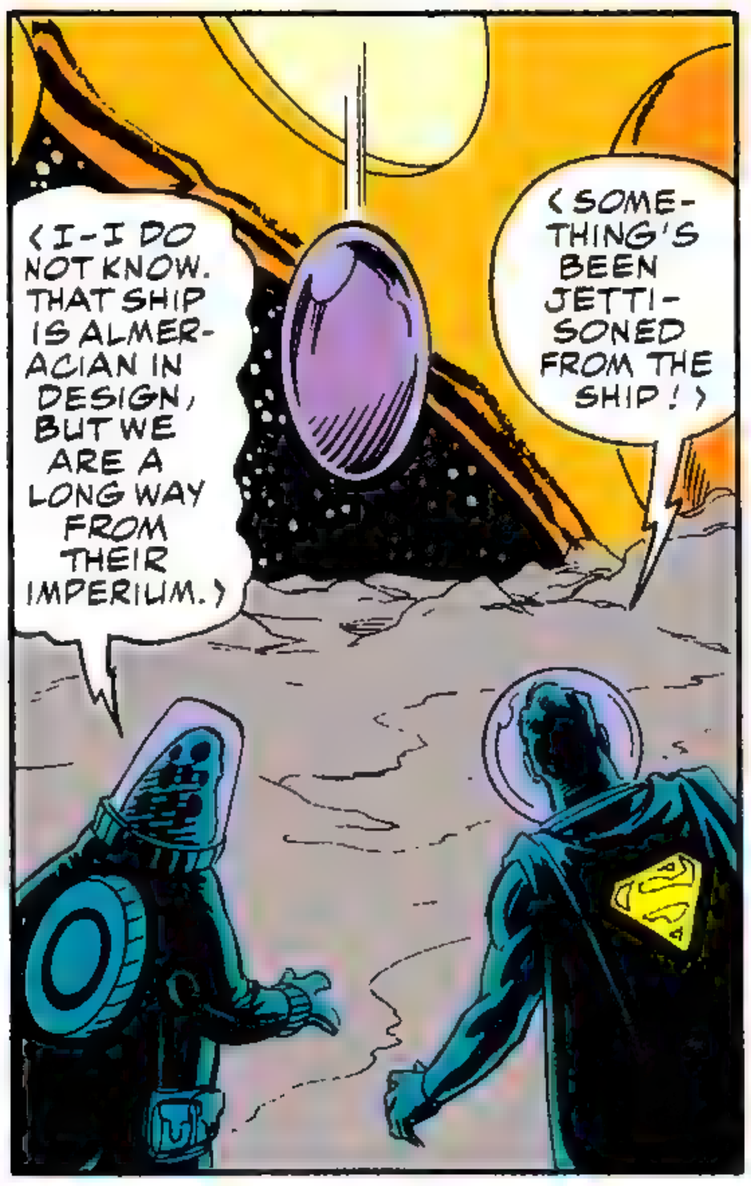
〈I... SEEM TO, YES. I KNOW THAT HE MEANT A GREAT DEAL TO YOU, CELLKEEPER... BUT THAT MEMORY IS NOT MY OWN. YOU MUST UNDERSTAND...〉

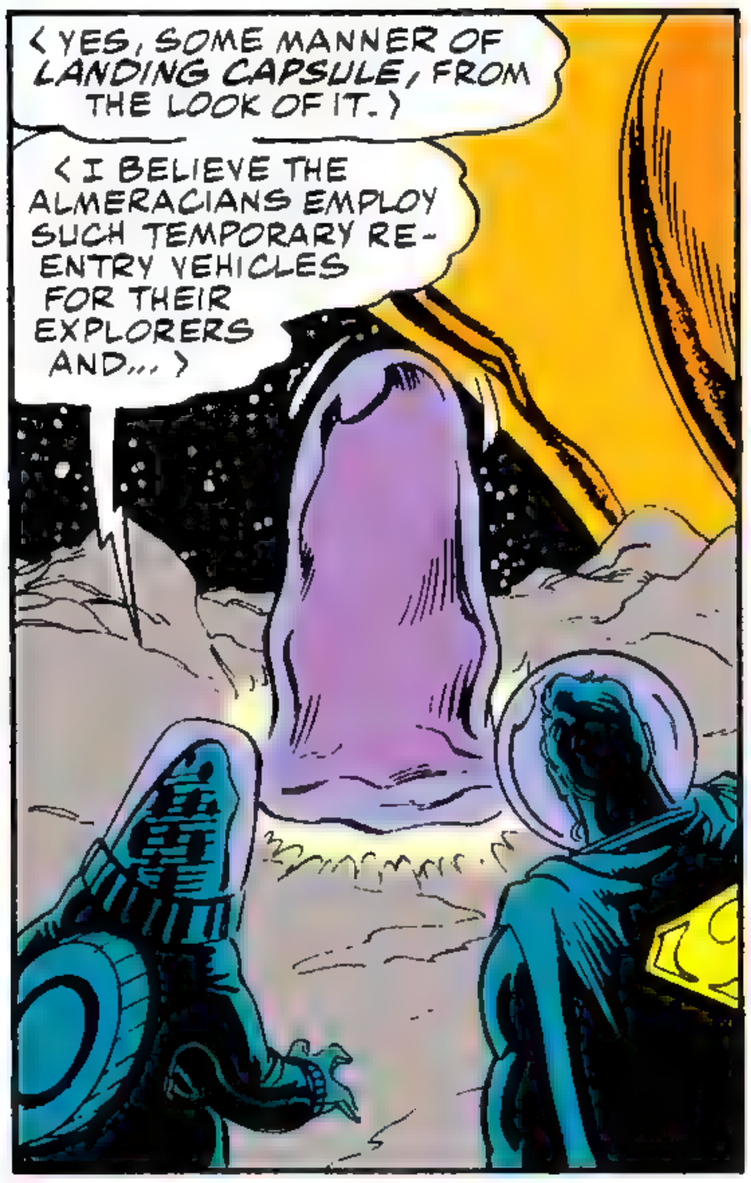
〈... I BRIEFLY SHARED SOME OF SUPERMAN'S MEMORIES THROUGH A KIND OF MIND LINK. THE ERADICATOR WAS SOMEHOW RESPONSIBLE.〉

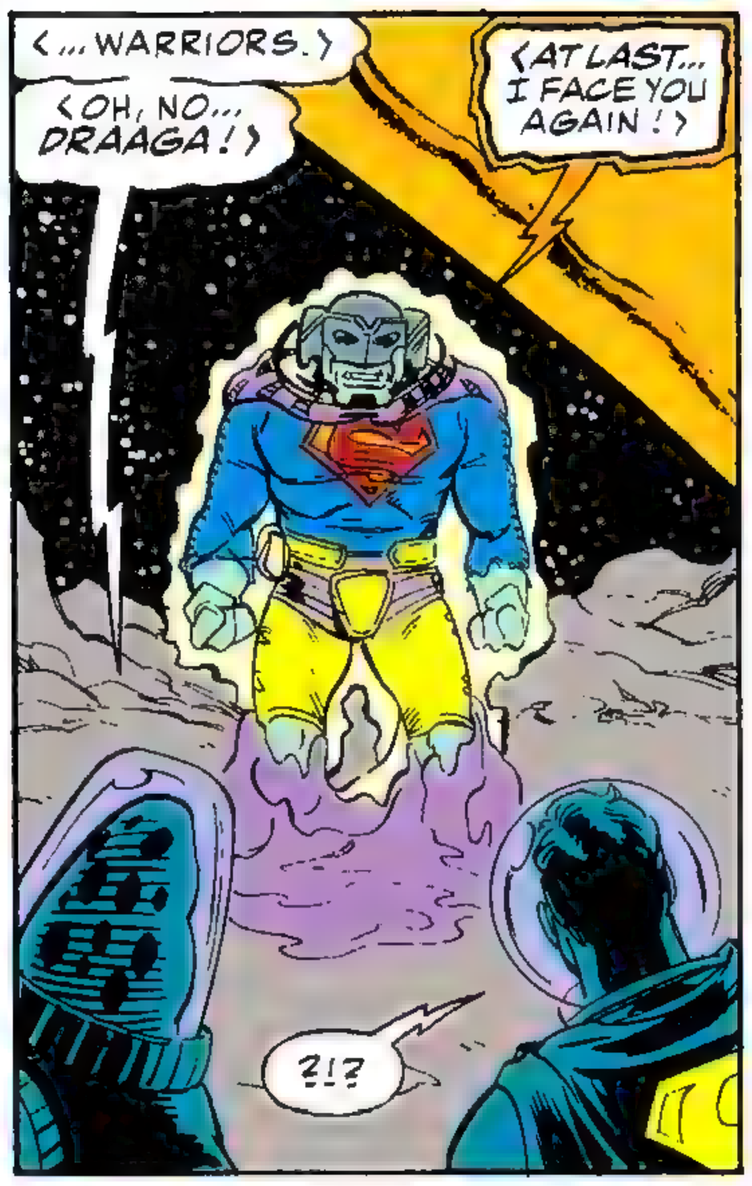
〈BUT... YOUR VOICE, YOUR VISAGE IS THAT OF SUPERMAN! TRUE, THE HUE OF YOUR GARMENTS IS DIFFERENT, BUT SURELY--〉

〈OH!〉

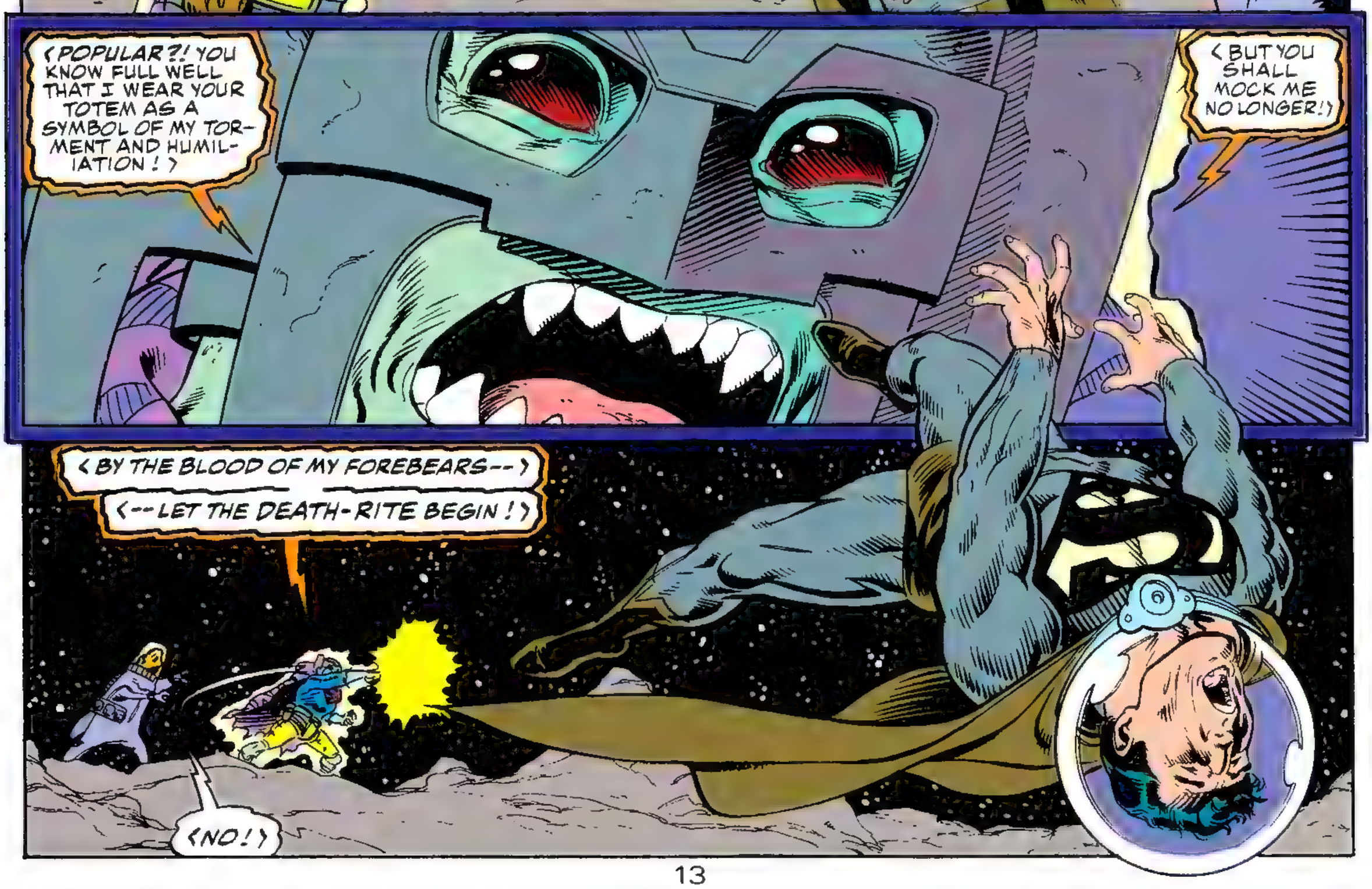
〈SOMETHING WRONG?〉


〈I-I DO NOT KNOW. THAT SHIP IS ALMERACIAN IN DESIGN, BUT WE ARE A LONG WAY FROM THEIR IMPERIUM.〉
〈SOMETHING'S BEEN JETTISONED FROM THE SHIP!〉


〈YES, SOME MANNER OF *LANDING CAPSULE*, FROM THE LOOK OF IT.〉
〈I BELIEVE THE ALMERACIANS EMPLOY SUCH TEMPORARY RE-ENTRY VEHICLES FOR THEIR EXPLORERS AND...〉


〈...WARRIORS.〉
〈OH, NO... *DRAAGA!*〉
〈AT LAST... I FACE YOU AGAIN!〉
?!?

〈HEAR ME, SUPERMAN, I WILL NOT AGAIN BE THWARTED. ONE WAY OR ANOTHER, I MUST REGAIN MY HONOR!〉
〈I'M AFRAID YOU'VE MADE A MISTAKE. BUT I SEE YOU ALSO WEAR THE EMBLEM OF SUPERMAN.〉
〈HAS THAT BECOME POPULAR IN THESE PARTS?〉


〈*POPULAR?!* YOU KNOW FULL WELL THAT I WEAR YOUR TOTEM AS A SYMBOL OF MY TORMENT AND HUMILIATION!〉
〈BUT YOU SHALL MOCK ME NO LONGER!〉
〈BY THE BLOOD OF MY FOREBEARS--〉
〈--LET THE DEATH-RITE BEGIN!〉
〈NO!〉

〈DRAAGA, YOU CANNOT DO THIS! SUPERMAN SPARED YOUR LIFE IN THE GREAT GAMES!〉

〈I KNOW. THAT IS WHY I MUST FIGHT HIM TO THE DEATH!〉

〈B-BUT HIS MIND IS ADDLED... HE DOES NOT FULLY REMEMBER...〉

〈THEN I SHALL REMIND HIM!〉

〈NOW, SON OF KRYPTON, WE FINISH WHAT WE BEGAN IN THE ARENAS OF *WARWORLD!*〉

〈WHA--? NO, YOU'RE MAKING A MISTAKE!〉

〈IT WAS *YOU* WHO MADE THE MISTAKE, SUPERMAN! I WAS MONGUL'S CHAMPION--〉

〈--DUTY-BOUND TO SERVE THE TYRANT OF WARWORLD, WHEN YOU DEFEATED ME IN THE GAMES.* HAD YOU SLAIN ME THEN, I WOULD HAVE DIED AN HONORABLE DEATH!〉

〈BUT, NO, YOU LET ME LIVE ON--IN SHAME AND DISGRACE!〉

〈THERE MUST BE A *RECKONING*, SUPERMAN!〉

〈WON'T ANYONE LISTEN TO ME?! I'M *NOT* SUPERMAN! I'M--〉

KLISH!

*IN ACTION ANNUAL #2.

"DRAAGA IS AN EXCELLENT TOOL..."

...IN FIGHTING FOR HIS OWN PRIDE, HE DELIVERS MY REVENGE UPON THE FOOL WHO DARED REJECT MY LOVE.*

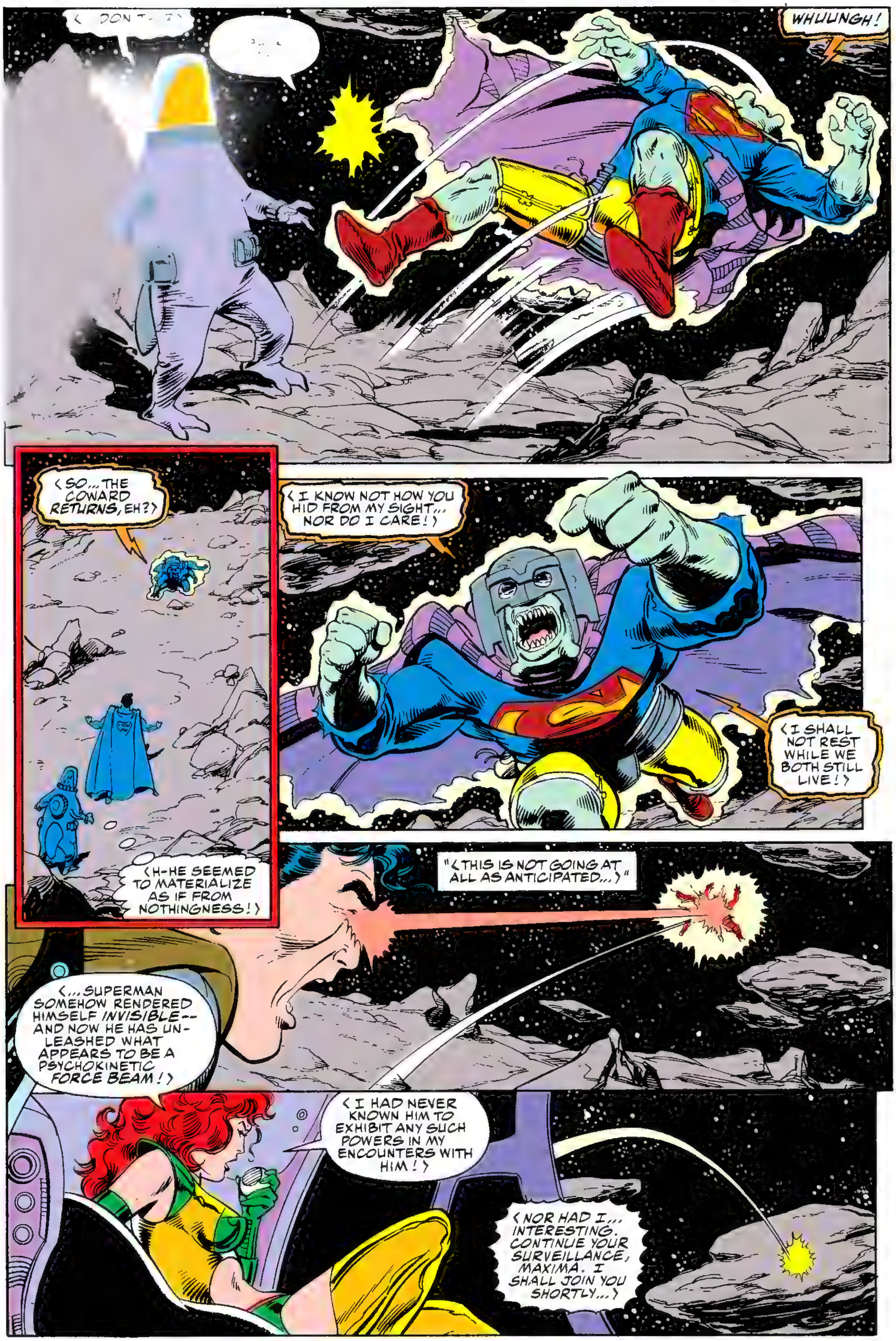
AND IN HIS RAGE, HE JUST MIGHT BEAT THE SUPERMAN.

*IN ACTION #651.

〈SAVE YOUR BREATH, KRYPTONIAN! THERE'S PRECIOUS LITTLE AIR UPON THIS PLANETOID!〉

〈I'M... NOT...〉

‹HAVE YOU LOST THE FIRE FOR BATTLE, SUPERMAN? YOU FOUGHT HARDER IN THE HARD VACUUM OF EARTH'S MOON!›
‹YOU HAD ME AT A DISADVANTAGE THEN... I WAS LACKING THE BENEFIT OF MY HELMET'S BREATHING FIELD!›
‹THIS TIME, IT IS YOU WHO SHALL GASP FOR -- EH?›
‹WHAT IS THIS?!›
HE'S-- GONE?! BUT HOW?
SHIP, SCAN FOR TELEPORTATION TELL-TALES.
POWER FLUX-- NEGATIVE. SUBJECT HAS NOT TELEPORTED.
WELL... WHERE IS HE?
‹SUPERMAN!! SHOW YOURSELF!›
‹YOU, CELLKEEPER! I REMEMBER YOU FROM THE OLD DAYS OF THE ARENA... YOU BEFRIENDED SUPERMAN, DID YOU NOT?›
‹WELL, IF HE DOES NOT REAPPEAR AT ONCE, I SHALL COMPLETE THE DEATH-RITE-- WITH YOU AS HIS PROXY!›
‹OH, NO! NO, PLEASE...›


WHUUNGH!
SO... THE COWARD RETURNS, EH?
I KNOW NOT HOW YOU HID FROM MY SIGHT... NOR DO I CARE!
I SHALL NOT REST WHILE WE BOTH STILL LIVE!
H-HE SEEMED TO MATERIALIZE AS IF FROM NOTHINGNESS!
"THIS IS NOT GOING AT ALL AS ANTICIPATED..."
...SUPERMAN SOMEHOW RENDERED HIMSELF INVISIBLE-- AND NOW HE HAS UNLEASHED WHAT APPEARS TO BE A PSYCHOKINETIC FORCE BEAM!
I HAD NEVER KNOWN HIM TO EXHIBIT ANY SUCH POWERS IN MY ENCOUNTERS WITH HIM!
NOR HAD I... INTERESTING. CONTINUE YOUR SURVEILLANCE, MAXIMA. I SHALL JOIN YOU SHORTLY...

"...THEN, PERHAPS, WE SHALL GET TO THE BOTTOM OF THIS!)"

(YOU ARE THE MOST SURPRISING FOE I HAVE EVER FOUGHT, SUPERMAN!)

(I ALMOST ADMIRE YOUR ADAPTABILITY!)

(BUT THERE CAN BE NO ALLOWANCE FOR ADMIRATION IN THE DEATH-RITE!)

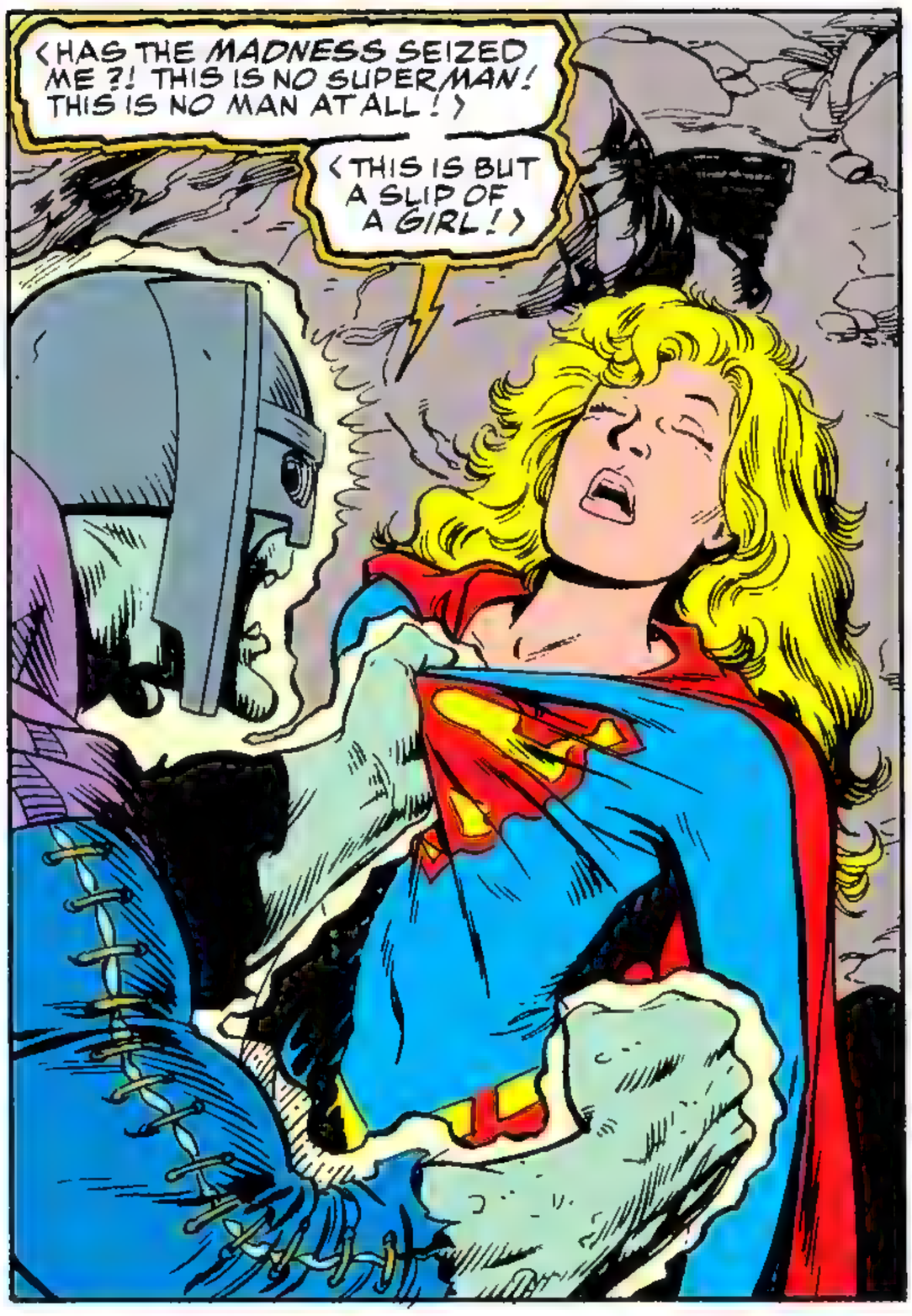
(STILL YOU MOVE? VERY WELL...)

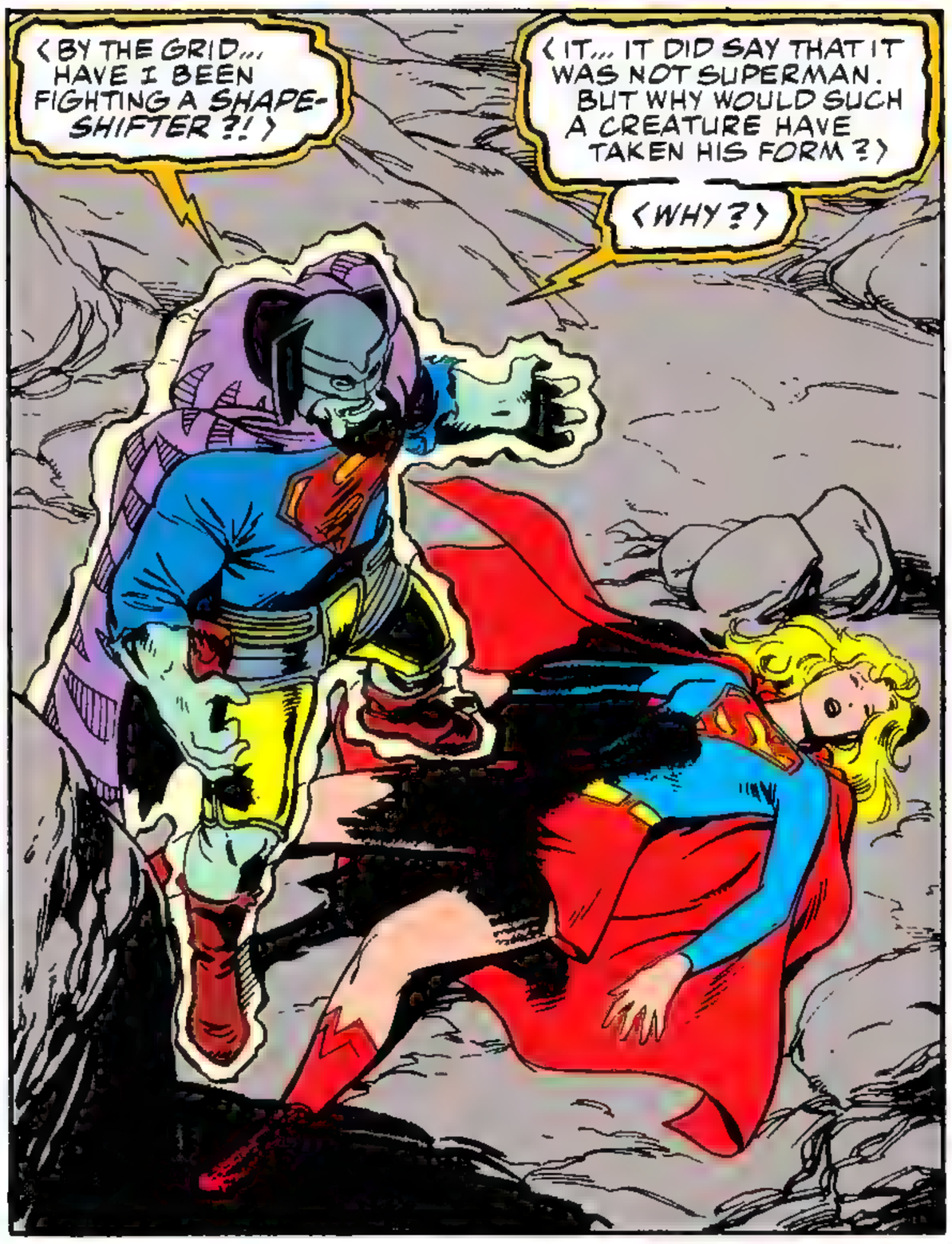
(...THEN YOU SHALL MEET YOUR END DIRECTLY BY MY HAND!)

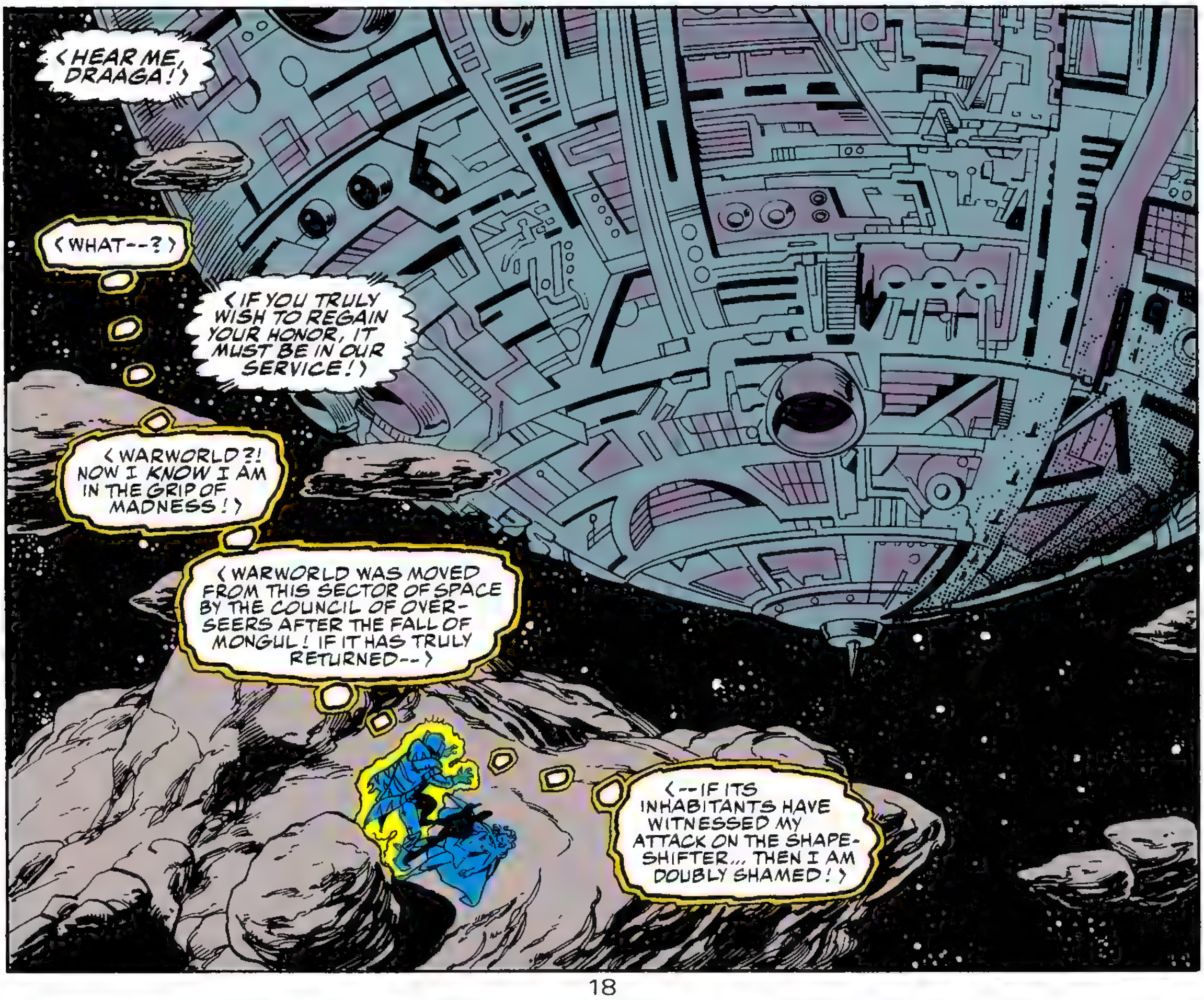
(LET THE SHAME BE ERASED! LET HONOR BE REBORN OUT OF THIS DEATH, AND...)

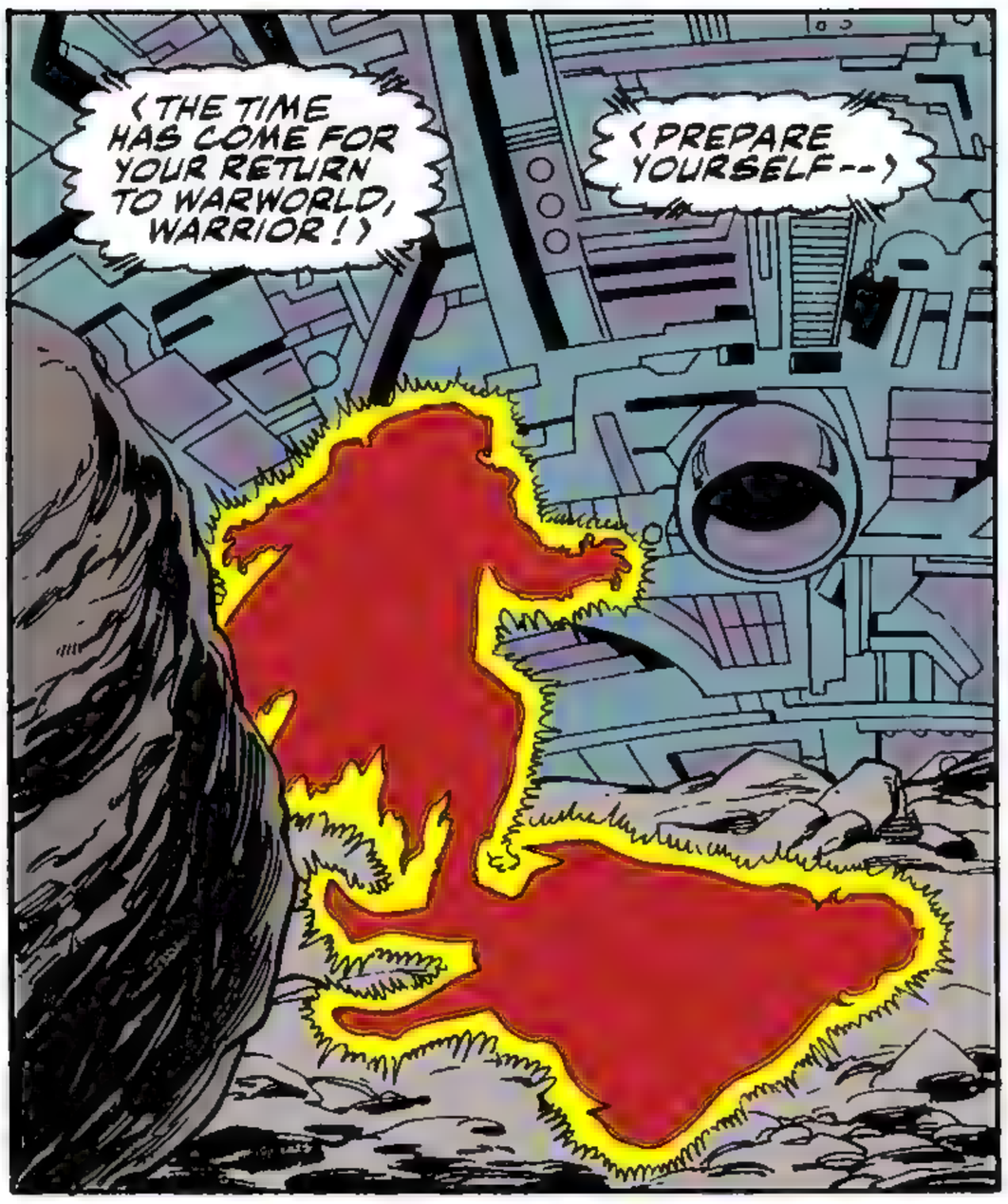
(...WHAT... IS... THIS?!)

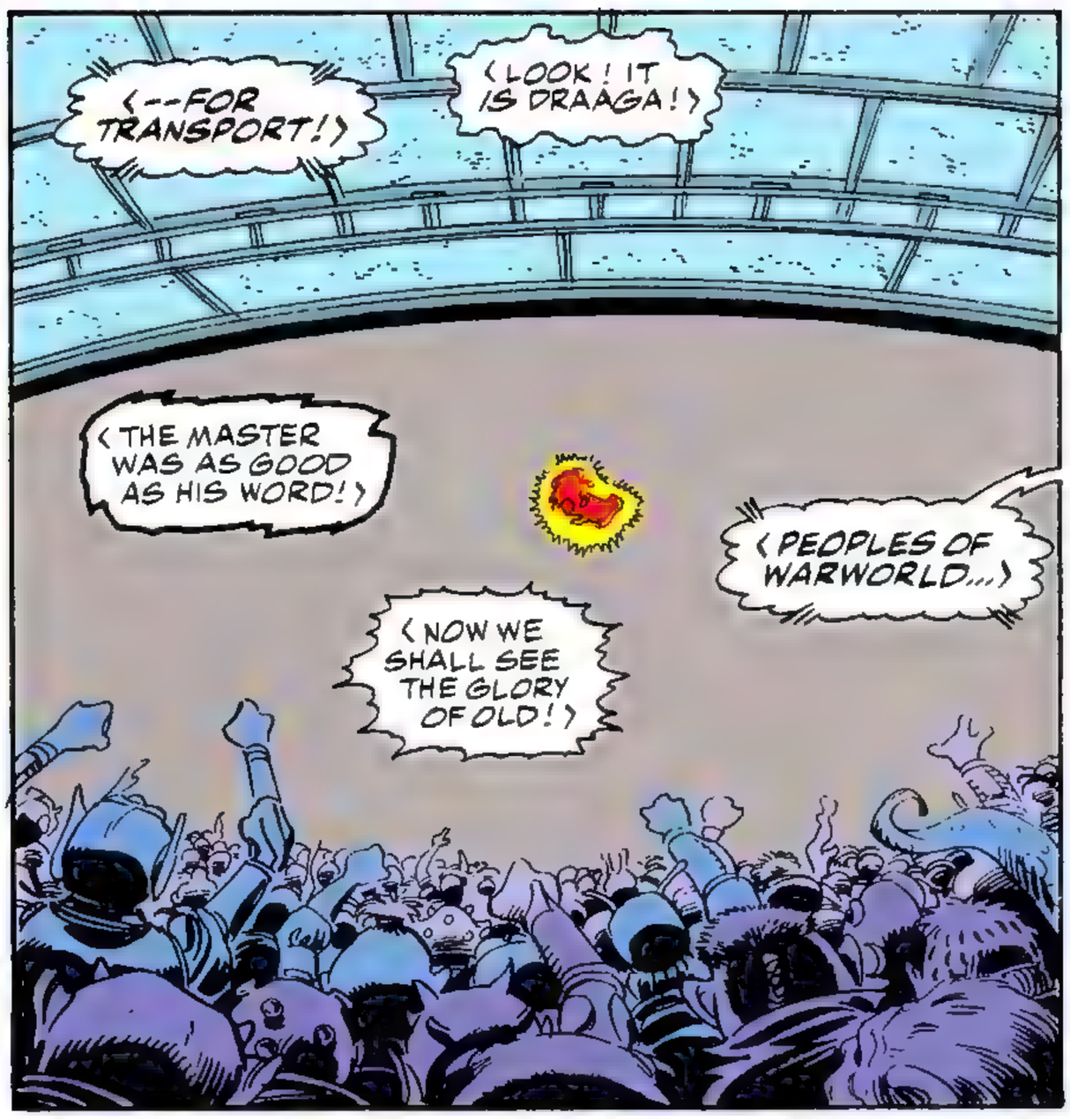
(NO... I DON'T BELIEVE IT!)

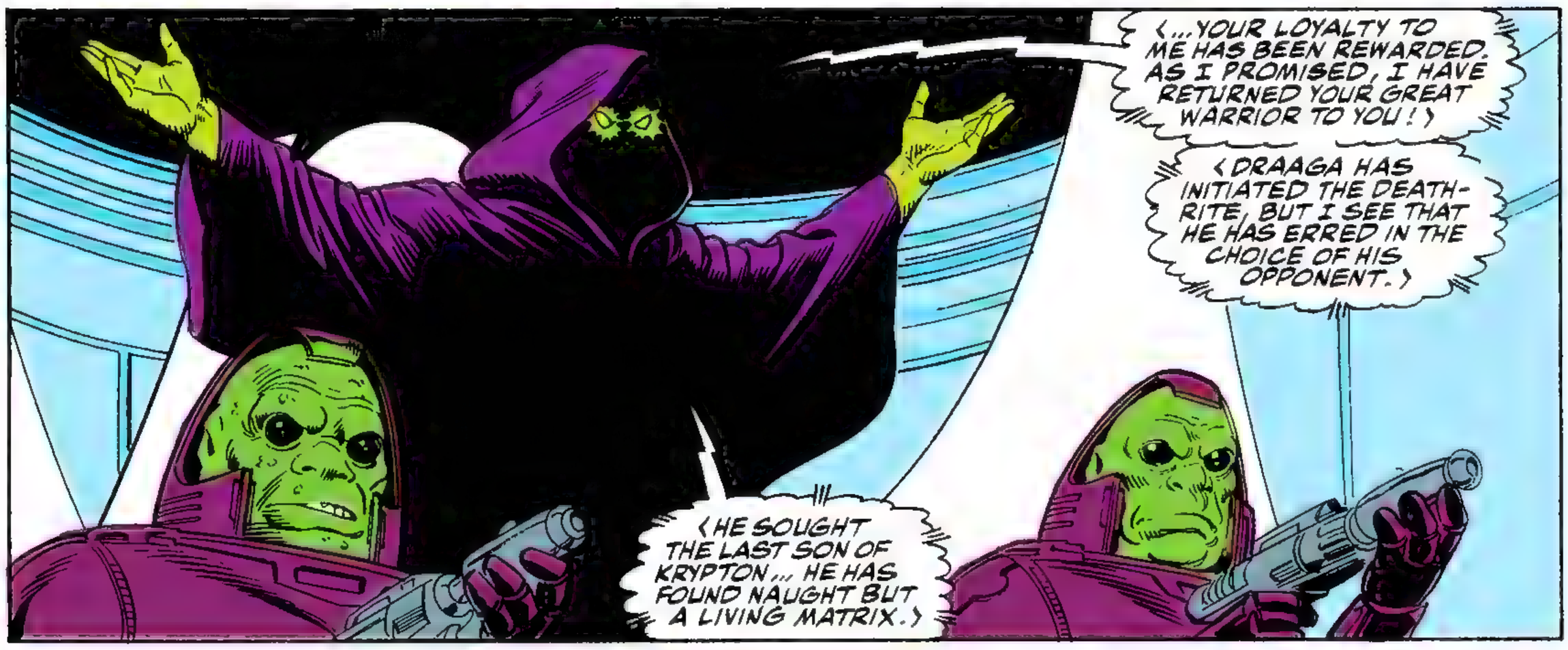

〈HAS THE MADNESS SEIZED ME?! THIS IS NO SUPERMAN! THIS IS NO MAN AT ALL!〉
〈THIS IS BUT A SLIP OF A GIRL!〉

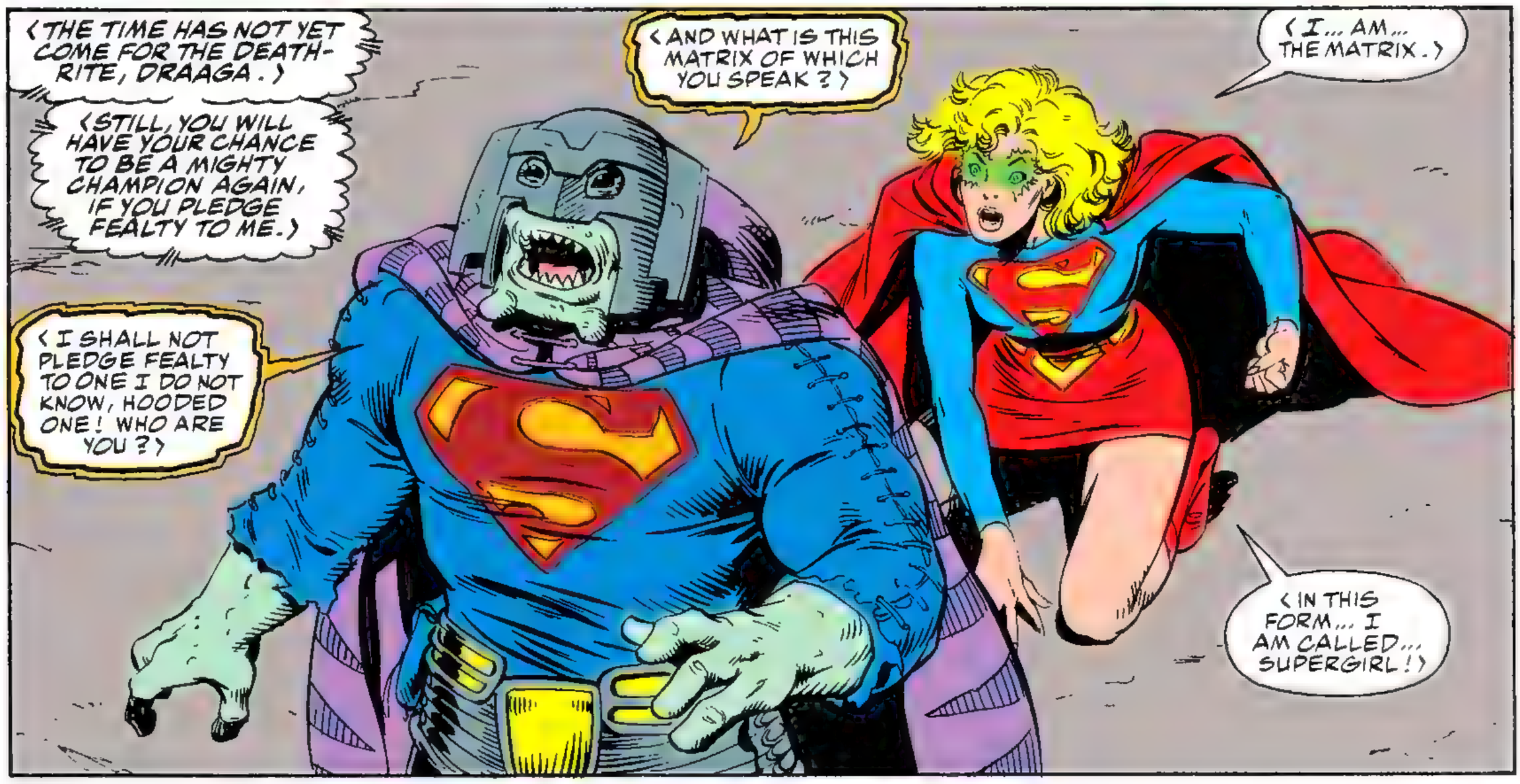

〈BY THE GRID... HAVE I BEEN FIGHTING A SHAPE-SHIFTER?!〉
〈IT... IT DID SAY THAT IT WAS NOT SUPERMAN. BUT WHY WOULD SUCH A CREATURE HAVE TAKEN HIS FORM?〉
〈WHY?〉


〈HEAR ME, DRAAGA!〉
〈WHAT--?〉
〈IF YOU TRULY WISH TO REGAIN YOUR HONOR, IT MUST BE IN OUR SERVICE!〉
〈WARWORLD?! NOW I KNOW I AM IN THE GRIP OF MADNESS!〉
〈WARWORLD WAS MOVED FROM THIS SECTOR OF SPACE BY THE COUNCIL OF OVER-SEERS AFTER THE FALL OF MONGUL! IF IT HAS TRULY RETURNED--〉
〈--IF ITS INHABITANTS HAVE WITNESSED MY ATTACK ON THE SHAPE-SHIFTER... THEN I AM DOUBLY SHAMED!〉


〈THE TIME HAS COME FOR YOUR RETURN TO WARWORLD, WARRIOR!〉
〈PREPARE YOURSELF--〉


〈--FOR TRANSPORT!〉
〈LOOK! IT IS DRAAGA!〉
〈THE MASTER WAS AS GOOD AS HIS WORD!〉
〈PEOPLES OF WARWORLD...〉
〈NOW WE SHALL SEE THE GLORY OF OLD!〉


〈...YOUR LOYALTY TO ME HAS BEEN REWARDED. AS I PROMISED, I HAVE RETURNED YOUR GREAT WARRIOR TO YOU!〉
〈DRAAGA HAS INITIATED THE DEATH-RITE, BUT I SEE THAT HE HAS ERRED IN THE CHOICE OF HIS OPPONENT.〉
〈HE SOUGHT THE LAST SON OF KRYPTON... HE HAS FOUND NAUGHT BUT A LIVING MATRIX.〉


〈THE TIME HAS NOT YET COME FOR THE DEATH-RITE, DRAAGA.〉
〈STILL, YOU WILL HAVE YOUR CHANCE TO BE A MIGHTY CHAMPION AGAIN, IF YOU PLEDGE FEALTY TO ME.〉
〈I SHALL NOT PLEDGE FEALTY TO ONE I DO NOT KNOW, HOODED ONE! WHO ARE YOU?〉
〈AND WHAT IS THIS MATRIX OF WHICH YOU SPEAK?〉
〈I... AM... THE MATRIX.〉
〈IN THIS FORM... I AM CALLED... SUPERGIRL!〉

THERE CAN BE BUT ONE FATE FOR THOSE WHO REJECT MY AUTHORITY!
YUUNGH!
FLY SUPERGIRL! TEACH HIM WHAT IT MEANS TO DEFY ME!
RISE, DRAAGA!
EH?
RISE AND FACE ME!
ARE YOU POSSESSED?! YOU CANNOT BEST ME!
YOU THINK SO?
SUPERGIRL... SHOW HIM WHAT A "SLIP OF A GIRL" CAN DO!
KILL! KILL! KILL!
YEA, SISTER! SHOW HIM THE POWER!

〈AH, *MAXIMA!* YOU HAVE ARRIVED JUST IN TIME! OUR IMPROMPTU EVENT HAS BECOME MOST ENTERTAINING!〉

〈I DO NOT SEE WHY THIS WAS NECESSARY, BUT I HAVE BROUGHT THIS ERRANT CELLKEEPER... AS YOU REQUESTED!〉

〈IT WAS NOT A *REQUEST* YOU FULFILLED, MY LADY -- IT WAS MY *ORDER!* NEVER FORGET WHO CONQUERED YOUR WORLD OF ALMERAC!〉

〈IT WAS ONLY THROUGH MY MERCY THAT YOU WERE NOT EXTERMINATED ALONG WITH YOUR ARMIES!〉

〈I... NEED NO REMINDER.〉

〈GOOD.〉

〈THEN LET US JOIN IN THE FESTIVITIES! THE PEOPLE ARE EVER SO MORE COMPLIANT WHEN THEY HAVE A GOOD SHOW... AND ALL THE MORE SO, WHEN THEY HAVE A NEW CHAMPION TO CHEER!〉

〈HE SPOKE TRUE. HE... SHE REALLY WASN'T SUPERMAN!〉

"〈A CURSORY EXAMINATION OF HER MIND REVEALS THIS 'SUPERGIRL' TO BE A MOST REMARKABLE CREATURE. SHE IS AN *ARTIFICIAL LIFE FORM*, BORN NOT OF WOMAN, BUT OF SCIENCE.〉

"〈THE *PROTOMATTER* OF WHICH SHE WAS CREATED IMBUES HER WITH EXTRA-ORDINARY STRENGTH AND POWER.〉

"〈AND, OBVIOUSLY, SHE IS MOST MALLEABLE... IN BOTH BODY AND MIND!〉"

<(DRAAGA HAS FALLEN.)

NO NEED TO CONTINUE IN INTERLAC, SUPERGIRL. I QUITE LIKE THE SOUND OF ENGLISH.

I THINK WE SHALL SPARE POOR DRAAGA. HE MAY YET PROVE USEFUL TO US... AFTER ALL, WE HAVE AN ENEMY IN COMMON.

WE DO?

WE DO, INDEED! THINK, SUPERGIRL... THERE IS AN IMAGE FORMING IN YOUR MIND... AN IMAGE OF THAT HATED FOE!

WHO IS HE? WHO IS YOUR GREATEST ENEMY?

SUPERMAN! SUPERMAN IS MY ENEMY!

OF COURSE HE IS! AND WHO IS YOUR LORD AND MASTER?

BRAINIAC!

BRAINIAC!

BRAINIAC!

BRAINIAC!

YES!

BRAINIAC IS COMING! AND NOT ALL OF EARTH'S HEROES MAY BE ENOUGH TO STOP HIM! THE FIRST ATTACK BEGINS NEXT WEEK IN SUPERMAN: THE MAN OF STEEL #9! IT'S THE MONSTER EPIC WE JUST HAD TO CALL...

PANIC IN THE SKY!

YOW!

DUBBILEX-- WHAT IS IT?

IMMENSE DANGER!

CADMUS CAFETERIA

IAAA-

MILK

WHERE? WHAT'S THE PROBLEM?

OUT THERE, GUARDIAN. MORE THAN WE HERE AT CADMUS CAN HANDLE! IT... IT ISN T WHAT IT SEEMS...

KRINKLE'S SUGAR FLOOPS

FLOOP

BADOOM!

AN EXPLOSION! THE CEILING!

MUST... CONTACT--

SUPERMAN: THE MAN OF STEEL 9. March, 1992. Published monthly by DC Comics Inc., 1325 Avenue of the Americas, New York, NY 10019. POSTMASTER: Send address changes to SUPERMAN: THE MAN OF STEEL, DC Comics Subscriptions, P.O. Box 0528, Baldwin, NY 11510. Annual subscription rate $12.00. Canadian subscribers must add $8.00 for postage and GST. GST # is R125921072. All other foreign countries must add $12.00 for postage. U.S. funds only.
Copyright © 1992 DC Comics Inc. All Rights Reserved. All characters featured in this issue, the distinctive likenesses thereof, and all related indicia are trademarks of DC Comics Inc. The stories, characters and incidents mentioned in this magazine are entirely fictional.
Advertising Representative: Print Advertising Representatives, 355 Lexington Avenue, New York, NY 10017 (212) 949-6850. Printed in Canada
DC Comics Inc. A Warner Bros. Inc. Company

G-6935

"--SUPERMAN!"

THIS MORNING, PERRY HAS HIS BIG *POWER BREAKFAST* WITH LING AT THE TOP OF THE TOWER IN THE OLD WORLD'S FAIR PAVILION.

FANCY! I HOPE PERRY GETS EVERYTHING HE'S ASKING FOR IN HIS NEW CONTRA--

OOH!

CLARK, WHAT IS IT?

...DUBBILEX...

BOOOOM!

THAT LIGHT! WHAT IS IT?

IT SOUNDED LIKE AN *EXPLOSION!*

IT WAS!

C'MON, LOIS!

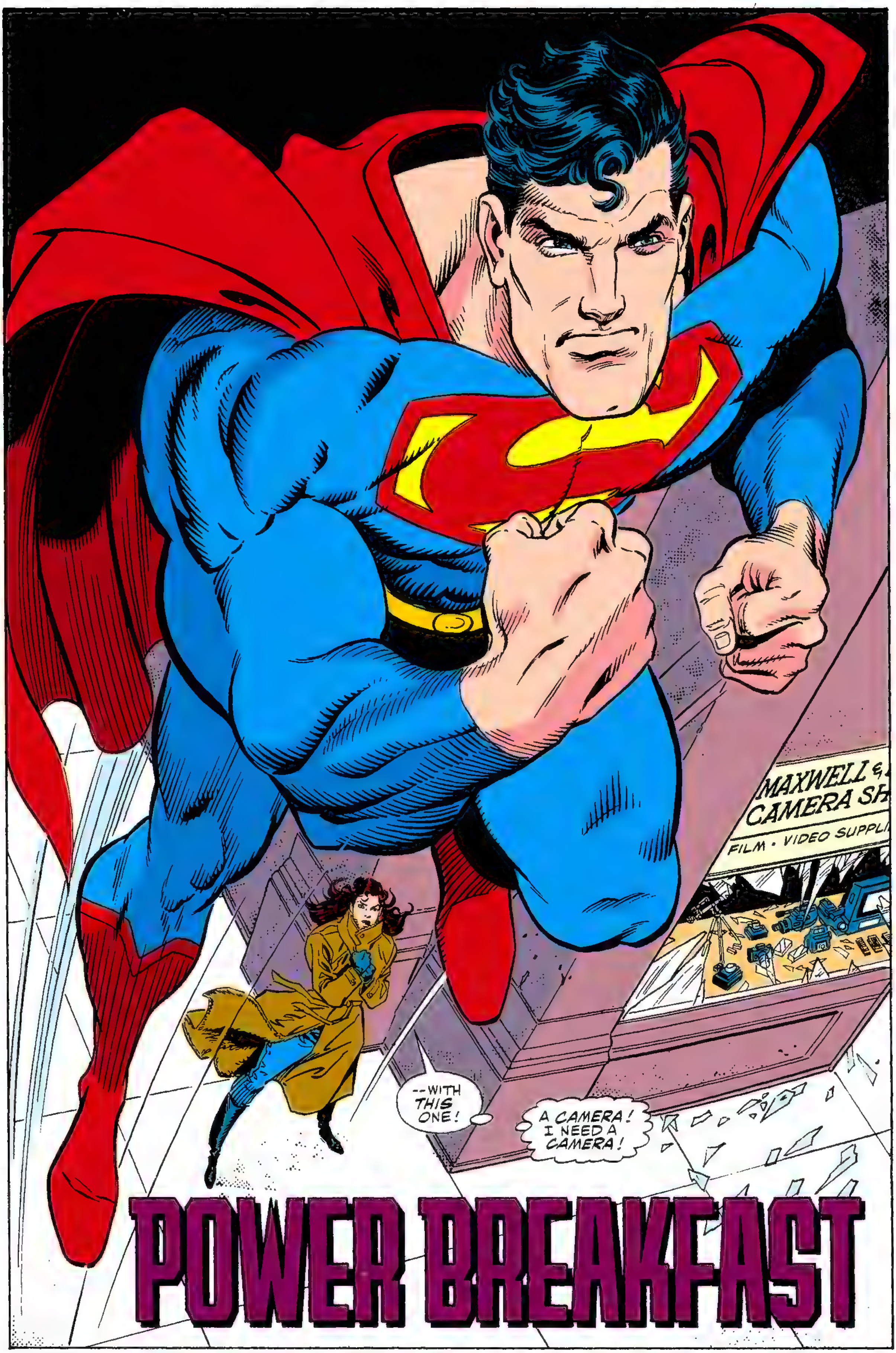
GO ON, CLARK! I CAN SEE YOU'RE GOING TO BE *BUSY*--

MAX[illegible]ELL & LUBER CA[illegible]ERA SHOP
< FREIGHT ENTRANCE

DOOLEY'S

IT'S NOT *SAFE* IN THERE!

YOU'RE TRYING TO TELL ME IT'S *SAFE* OUT *HERE*--?



POWER BREAKFAST

LOUISE SIMONSON STORY / JON BOGDANOVE LAYOUTS / DENNIS JANKE FINISHES / BILL OAKLEY LETTERS / GLENN WHITMORE COLORS / DAN THORSLAND ASSISTANT ED. / MIKE CARLIN EDITOR * SUPERMAN created by JERRY SIEGEL & JOE SHUSTER

MAXWELL & LUBER CAMERA SHOP

FILM · VIDEO · SUPPLIES

CAMERA SHOP

MAXWELL'S IS RIGHT BEHIND ME...

...AND THERE GOES MAX!

FLASH BANG BY KODIAK

DON'T HAVE TIME TO CHASE HIM DOWN TO PAY HIM FOR THIS...

...LEAVING MONEY IN THE WINDOW WOULD BE WORSE THAN USELESS...

...HE WON'T MIND, I'M A GOOD CUSTOMER...

CLIK!

MAXWELL & LUBER CAMERA

...I'LL PAY HIM LATER WHEN I GET BACK!

BRAKOOM

BRAINIAC'S HEADSHIP!

I GUESS IN THE BACK OF MY MIND, I'VE ALWAYS KNOWN THAT ONE DAY, BRAINIAC WOULD RETURN!

BUT WHAT DOES HE HOPE TO GAIN FROM ATTACKING METROP--

ZOT

KRINKLE'S
AR FLOOPS
"FLOOP-A-DOODLE-DOO"
SOBER COLA
KAVOUM!
MERCIFUL HEAVENS! WHAT WAS THAT?
HOBB'S BAY GRILLE
A GIANT SHIP... SHAPED LIKE A SKULL!
WHAT IS IT? AN ALIEN ATTACK?
I DON'T THINK SO... AT LEAST, NOT EXACTLY!
SUPERMAN ONCE MENTIONED AN ENEMY WITH A SHIP LIKE THAT... A NUTCASE NAMED BRAINIAC!
SUPERMAN?! OH, EMIL, IT LOOKS LIKE HE'S IN TROUBLE!
YOU HAVE TO GO! YOU MIGHT BE ABLE TO HELP HIM!
I, MY DEAR? WELL, PERHAPS...
... BUT I'M RELUCTANT TO LEAVE YOU ALONE. MILDRED, IF THIS BOMBARDMENT CONTINUES, THINGS COULD GET UGLY!
DON'T BE SILLY... I CAN TAKE CARE OF MYSELF!
BESIDES... I HAVEN'T HAD MY BREAKFAST YET--?
HERE-- DONUTS! I'M AFRAID, THIS TIME, YOU'LL HAVE TO EAT...

"...ON THE *RUN!*"

WHAT DID HE *HIT* ME WITH?

LOOKS LIKE A *LASER*...

...*SLAMMED* ME LIKE A *MACK TRUCK!*

SOME KIND OF *PARTICLE BEAM*, MAYBE!

WHATEVER IT IS, IT'S NOT BRAINIAC'S *ONLY WEAPON!*

AT LEAST *HEAT VISION* SEEMS TO WORK AGAINST--

"--THE TENTACLES!"

MOM! MOM!

DO NOT BEND: PHOTOS!

DARN!

SNAP OUTTA IT, JIMMY! YA CAN'T TALK TA YER MOM WIT' THE LINE CUT!

PHOTOS

OH. I THOUGHT I COULDN'T HEAR THE *DIAL TONE* 'CAUSE OF THE NOISE!

HEY, BIBBO, YOU GOT ANOTHER QUARTER? THERE'S A PHONE DOWN THE --

BRKVOOM!

WALL

HEY... MY *PHOTOS!*

PHOTOS

YOU CAN'T SELL THEM *PIT'CHERS* TO THE PLANET WHILE THAT THING'S TRASHIN' THE CITY.

I'M NOT SWEATING THAT ... AT LEAST, NOT *NOW!* IT'S MY *MOM* I'M WORRIED ABOUT!

WELL, LOOK WHO'S HERE! HAVE A *DONUT*, BOYS! MILDRED GAVE ME MORE THAN ENOUGH.

PHOTOS

PROFESSOR *HAMILTON!* WHAT ARE YOU DOING *HERE?*

ATTEMPTING TO REACH MY LAB! MILDRED THOUGHT I MIGHT BE OF AID TO SUPERMAN, BUT--

WISH I COULD HELP, BUT MY *MOM*--! SAY, BIBBO, MAYBE *YOU* COULD ESCORT THE PROF?

AFTER ALL, IT'S FOR *SUPERMAN!*

YOU KIDDIN'? I'D BE MORE'N *GLAD* TO! DON'TCHA KNOW--

"--SUPERMAN'S MY FAV'RIT!"

ZOT!

TENTACLES... CRUSHING ME! DEATH RAY... PUMMELING...

--NOW!

GOT TO FIGHT BACK... END THIS FARCE--

LETHAL THINGS, HARD AND HEAVY! LIKE THEM BETTER WORKING FOR ME THAN AGAINST ME!

CRASH!

NOW TO GET INSIDE AND SCUTTLE THE SHIP'S MASTER!

BRAINIAC, DO YOU HEAR ME? I'M COMING FOR YOU!

THERE, IN THE DARKNESS! WHAT--?

WAK!

GREAT CAESAR'S GHOST! WHAT *IS* THAT THING?

NO POINT IN WAITING FOR THE *ELEVATORS*. THEY DON'T SEEM TO BE WORKING!

ETROPOLIS FAIR-GROUNDS

WE'D BETTER TAKE THE *STAIRS*!

...THAT... THAT *SKULL SHIP*! IT'S TURNING *THIS* WAY!

BADOOOM!

SKRASH!

GET DOWN, FOLKS, THIS COULD GET *DICEY*!

THE WORST IS OVER... I HOPE.

LET'S HEAD FOR THE *EMERGENCY EXITS... NOW*!

THIS IS WHAT I'VE BEEN TELLING YOU, MR. LING.

WHY, IT'S WORTH ANY SALARY TO RETAIN HIM AS THE PLANET'S *MANAGING EDITOR*!

IT'S A CITY... A *WORLD*... WHERE THINGS LIKE THIS HAPPEN ALL THE TIME.

IT TAKES A MAN WITH PERRY WHITE'S KIND OF *CALM*...

" ...HIS KIND OF COURAGE, TO HANDLE IT!"

PAKT

ROBOTS!

MORE AN ANNOYANCE THAN A REAL CHALLENGE!

KWRAM

Ba-THOOM

IF I'M LUCKY, THAT'S BLOWN THE WEAPONS SYSTEM...

...BUT FROM THE TILT, I'D GUESS IT WAS THE STABILIZER!

STILL, ANY DAMAGE I DO CAN'T HURT, AND IT MIGHT FORCE BRAINIAC TO SHOW HIMSELF!

ZOT!

GATOOM

CHILDREN'S AID S
COATES CHILDRE

KTKRAZH!

SUSAN, GET THE CHILDREN OUTSIDE!

NO, CHILDREN, WALK! SOMEBODY'S GONNA GET HURT...

10

KRASSUME

...IF YOU RUN!

MYRA, HURRY!

THE DOORWAY'S FALLIN'!

... BUT YOU'RE GONNA HAVE TO MOVE A LITTLE FASTER!

TELLING THE KIDS NOT TO RUN IS GOOD ADVICE...

GANGBUSTER?!

I HEARD A' YOU, AN' NOW I SURE AM GLAD TA MEET YOU!

WHILE SUPERMAN'S UP THERE IN THE SKY, I'M REAL GLAD YOU GOT YOUR FEET FIRMLY PLANTED--

"--ON THE GROUND!"

KRWRANG!

SHIP SEEMS TO BE TUMBLING OUT OF CONTROL... WHO KNOWS WHAT *DAMAGE* ITS *RAY* IS DOING BELOW!

I'VE LET THESE THINGS *DELAY* ME MORE THAN LONG ENOUGH!

BRAINIAC WILL BE *IN CONTROL* ON THE *BRIDGE*. GOT TO GET THERE TO STOP HIM... AND *FAST!*

IT'S BECAUSE OF *LEX LUTHOR* THAT BRAINIAC EXISTS IN HIS PRESENT FORM.

AND IF LEX'S SON HAS THE OLD MAN'S LUCK, *METROPOLIS* MIGHT BE DESTROYED--

"--BUT LEXCORP'S ASSETS WILL ESCAPE UNSCATHED..."

YOU MAY HAVE LOST THE MAYORAL ELECTION, COLLIN, BUT NOW WE ALL MUST PUT ASIDE OUR DIFFERENCES...

...AND WORK TOGETHER FOR THE SALVATION OF THE CITY WE ALL LOVE.

MAYOR BERKOWITZ WANTS YOU TO HEAD UP THIS COMMITTEE TO ASSESS THE DAMAGES THAT MONSTROSITY IS CAUSING...

...AND MAKE RECOMMENDATIONS. ISN'T THAT SO, MAYOR BERKOWITZ?

W-WHAT DID YOU--? AH, OF... OF COURSE, LEX... OF COURSE...

THE NEWSTIME BUILDING HAS SUFFERED A DIRECT HIT.

PERHAPS WE'D BEST CONTINUE THIS DISCUSSION AT ANOTHER TIME.

I THINK PERHAPS HE'S RIGHT.

NO, DON'T DISTURB YOURSELF, MAYOR BERKOWITZ. PLEASE, CONTINUE YOUR OBSERVATION.

WHEN THIS... UNFORTUNATE ATTACK IS OVER, JAVERS WILL SEE YOU OUT.

I MUST CONTACT THE AUTHORITIES TO SEE IF I PERSONALLY CAN OFFER ANY ASSISTANCE.

MY POOR CITY! THE INDISCRIMINATE DESTRUCTION! WHOEVER'S DOING THIS... HE MUST BE MAD!

IF THERE'S ANYTHING LEFT WHEN THIS IS OVER, IT WILL BE THANKS TO--

"--SUPERMAN!"

BRAINIAC!

HE'S GONE...

...OR MAYBE, HE WAS NEVER HERE AT ALL!

BUT WHY...?

AARGH! MY HEAD--!

"WHAT A DISASTER--"

--THE MINUTE WE PULL EVERYONE FROM ONE BUILDING, ANOTHER ONE CRUMBLES!

I JUST HOPE SUPERMAN CAN GET THAT THING STOPPED!

E.M.S. RESCUE

THAT MADMAN STRUCK EARLY... BREAKFAST TIME... NOT MANY PEOPLE IN THE OFFICE YET...

IF I'M LUCKY, I'LL HAVE ENOUGH STAFF LEFT TO INVESTIGATE!

JUST A FEW MORE BLOCKS TO THE SUBWAY TO MOM'S.

WITH THIS GOING ON, MY PHOTOS ARE NUTHIN' BUT OLD NEWS!

HEY!

SORRY!

PHOTOS

OH, NO! NOT THE SEWER! NOT AGAIN!

TAKE IT EASY, SON! I'VE GOT THEM!

SAY, THESE ARE PRETTY GOOD! YOU A PROFESSIONAL?

NAME'S OLSEN. I WAS LAID OFF FROM THE PLANET. THEY'RE OF THAT ROBOT, PURGE!

FROM THE LOOK OF THESE, NEWSTIME COULD USE YOU! TAKE MY CARD...

WHEN ALL THE EXCITEMENT IS OVER, STOP BY MY OFFICE. BRING THE PHOTOS--

"...I THINK I MIGHT HAVE A JOB FOR YOU!"

PSYCHIC ATTACK... MUCH... MORE DEVASTATING THAN BEFORE!

ALL THE TIME I WAS LOOKING FOR HIM... KNEW THIS MIGHT HAPPEN!

THOUGHT I COULD WITHSTAND IT...

BRAINIAC--WHY--?

A DISTRACTION... A DIVERSION. A LITTLE SOMETHING TO SOFTEN YOU UP...

...TO LET YOU KNOW I STILL REMEMBER...

...AND IF I'M LUCKY, TO REMOVE YOU, PERSONALLY, FROM THE GAME!

WHAT GAME...? WHAT ARE YOU... TALKING ABOUT...?!

PROFESSOR HAMILTON, OUT THE WINDER --LOOK!

DAT SKULL SHIP'S STARTIN' TA FALL TOWARD THE GROUND!

I CAN SEE THAT, MISTER BIBBOWSKI! AND SUPERMAN WOULD NEVER LET THAT HAPPEN IF HE WERE IN ANY CONDITION TO *STOP* IT!

SUPERMAN, CAN YOU HEAR ME?

HE AIN'T SAYIN' NUTHIN' *BACK!*

THE SETUP DOESN'T *WORK* THAT WAY... HE CAN *HEAR* ME, BUT CAN'T ANSWER!

BUT IF HE *COULD* HEAR ME, I'D KNOW IT, WOULDN'T I? BECAUSE HE'D BE *DOING* SOMETHING!

WHOA, MAYBE YOU JUST NEED MORE *VOLUME!*

HEY-- SOOPERMAN!

DUBBILEX! ARE YOU *ALL RIGHT?*

I'M... FINE...

IT IS THE FATE OF THE *WORLD* THAT CONCERNS ME NOW!

ATTENTION, SUPERMAN!

THE WORLD IS IN GREAT DANGER!

THE CITY'S IN TROUBLE!

DUBBILEX... AND... CAN THAT BE BIBBO? WHY CAN I HEAR HIM?

WHY IS THE WORLD IN PERIL?

WHAT'S HAPPENING ...TO THE CITY?

AGAIN, YOU RESIST ME? HOW IS THAT POSSIBLE?!

OLD SONG, BRAINIAC... YOU WOULDN'T KNOW IT...

I GET BY...

...WITH THE HELP OF MY FRIENDS!

CITY'S A MESS!

HEADSHIP'S FALLING TOWARD MIDTOWN!

GOT TO STOP IT...

...BEFORE IT CRASHES!

THINK AGAIN, YOU MUSCLE-BOUND OAF! SO FAR, YOU'VE DONE EXACTLY AS I HOPED YOU WOULD!

YOU'VE LET THE PRESENT, MINOR DANGER DISTRACT YOU, WHILE IGNORING THE LARGER PICTURE!

WHAT... PICTURE...? WHAT ARE YOU GETTING ABOUT?

SHUNT IT INTO THE BAY...

...AND OUT OF DANGER TO METROPOLIS!

LOOK BEYOND YOUR TINY WORLD AND YOU WILL SEE --

MAPA AUTO PARTS

--WARWORLD IS COMING!

QUICK ON THE SCENE, AREN'T YOU, LOIS?

YEP. AND RECORDED YOUR VICTORY WITH MY HANDY, DANDY AUTOMATIC CAMERA!

AFTER ALL, I AM THE BEST THERE IS AT WHAT I DO...

WHAT HAPPENED TO YOU UP THERE? ARE YOU ALL RIGHT?

ME PERSONALLY ...YEAH, I'M FINE...

BUT, LOIS... SOMETHING TERRIBLE IS ABOUT TO HAPPEN...

WHAT...? TELL ME!

IT'S BRAINIAC, LOIS. HE HAS CONTROL OF A TECHNO-WORLD FILLED WITH ALIEN WARRIORS...

...AND HE'S GOING TO USE THEM TO INVADE THE EARTH!

WARWORLD? COMING HERE... TO EARTH?!

WHAT WILL YOU DO?

I CAN'T HANDLE THIS ALONE--

"I'M GOING TO NEED HELP!"

AS IF THAT WILL DO YOU ANY GOOD!

GET ALL THE HELP YOU *WANT*, SUPERMAN--

--I'VE BROUGHT SOME HELP OF MY *OWN*!

THE SECOND WAVE OF

PANIC IN THE SKY

CONTINUES IN SUPERMAN #65 -- ON SALE NEXT WEEK!

TO MOST, THE UNIVERSE IS AN UNIMAGINABLY VAST REACH OF INFINITE WONDER.

TO ME, IT IS AS FAMILIAR AS THE BACK OF MY HAND.

TO ME, THE BIRTH OF A STAR IS CAUSE FOR CELEBRATION.

THE DEATH OF A SUN THAT ONCE WARMED POPULATED PLANETS IS CAUSE FOR SORROW.

IF AN ASTEROID FIELD CHANGES COURSE I AM AWARE OF IT.

IF SOMETHING TERRIBLE-- SOMETHING TRAGIC HAPPENS--

--IT BECOMES A DAY OF CONCERN.

TODAY IS SUCH A DAY.

AN EVENT SO HEINOUS-- SO POTENTIALLY DEVASTATING HAS OCCURRED--

--THAT EVEN I AM STRUCK WITH FEAR!

SUPERMAN 65. March, 1992. Published monthly by DC Comics Inc , 1325 Avenue of the Americas, New York, NY 10019. POSTMASTER: Send address changes to SUPERMAN, DC Comics Subscriptions, PO. Box 0528, Baldwin, NY 11510. Annual subscription rate $12.00. Canadian subscribers must add $8.00 for postage and GST. GST # is R125921072. All other foreign countries must add $12.00 for postage. U.S. funds only. Copyright © 1992 DC Comics Inc. All Rights Reserved. All characters featured in this issue, the distinctive likenesses thereof, and all related indicia are trademarks of DC Comics Inc. The stories, characters and incidents mentioned in this magazine are entirely fictional. Advertising Representative Print Advertising Representatives, 355 Lexington Avenue, New York, NY 10017 (212) 949-6850. Printed in Canada.
DC Comics Inc. A Warner Bros. Inc Company

WARWORLD HAS VISITED ALMERAC--
--AND ANNIHILATED A POWERFUL AND ADVANCED SOCIETY.
I AM METRON, AND EVEN I NOW RECOGNIZE--
--THAT THE UNIVERSE AS I KNOW IT IS DOOMED
DEAD MAN

DAN JURGENS	BRETT BREEDING	JOHN COSTANZA	GLENN WHITMORE	DAN THORSLAND	MIKE CARLIN	SUPERMAN
designer/shaper	forms	data	hues	navigator	architect	creators: SIEGEL & SHUSTER

THOUGH I WITNESSED NOTHING I AM CERTAIN WARWORLD CAUSED THIS.

I CAN FEEL ITS RAW POWER STILL SURGING THROUGH

--SMELL ITS DISREGARD FOR LIFE IN ALMERAC'S SMOLDERING CITIES.

THERE IS BUT ONE COURSE.

ALL POPULATED PLANETS THAT LIE IN ITS PATH MUST BE WARNED.

AND ONLY I--

ARRRGH!

MY HEAD-- AFIRE AS THOUGH--!

'TIS I, SIR.

BRAINIAC.

IT IS--A *PSYCHIC* ATTACK! BUT *WHO*--?

I HAD DESTROYED ALMERAC'S CAPABILITY TO COMMUNICATE WITH ANY OTHER WORLD.

UNTIL YOU CAME, THAT IS.

NOW, AS *WARWORLD* IS MINE TO COMMAND--

--SO TOO ARE YOU.

YAGGH!

YOUR FABULOUS INTELLECT, MR. METRON--

--SHALL BE A TREMENDOUS ASSET TO MY ARMY!

WHUFF!

HAVE TO DO SOMETHING-- MY WARNING *MUST* BE HEARD!

THE *MOBIUS* CHAIR...

...LET IT SOUND THE ALARM!

YOUR TRANSPORT ABANDONS YOU TO YOUR FATE...

...A FATE YOU CANNOT ESCAPE!

FOR AS A CAPTIVE OF WARWORLD--

--I CAN ALLOW YOU TO WARN NO ONE, SIR.

COLLECT THIS STRANGE METRON FOR ME, SUPERGIRL.

LIKE THE REST OF YOU, HE WILL PROVE INDISPEN-SABLE--

"--WHEN WE BEGIN OUR FINAL CONQUEST OF EARTH!"

I NEVER THOUGHT I WOULD SEE PROJECT CADMUS LIKE THIS, SUPERMAN.

THIS FACILITY IS BURIED SO FAR BENEATH THE SURFACE I THOUGHT IT COULD WITHSTAND ANY-THING.

ANYTHING EXCEPT AN ONSLAUGHT FROM BRAINIAC'S STARSHIP, THAT IS.

IF BRAINIAC REALLY INTENDS TO ATTACK WITH THAT *WARWORLD* YOU TOLD US ABOUT--

--THIS MESS IS NOTHIN'!

I FEAR YOU ARE CORRECT, GUARDIAN.

SO WHAT DO WE DO? *SIT* HERE AND *WAIT* FOR THE JERK TO COME IN AND CREAM US?

MAYBE WE-- HEY! WHAT'S THAT?

LOOKS LIKE SOMETHING MATERIALIZING IN OUR MIDST! THIS COULD BE ANOTHER ATTACK--!

I THINK NOT! IT APPEARS TO BE A CHAIR... A VERY *COMPLEX* ONE.

YESSS... I CAN SENSE THE PRESENCE OF ITS OWNER...

THIS SO-CALLED *MOBIUS* CHAIR BELONGS TO A BEING KNOWN AS METRON OF THE NEW GODS!

THIS CHAIR IS FREE TO TRAVEL THROUGH TIME, SPACE, AND DIMENSION AS RULED BY ITS MASTER.

METRON ORDERED IT TO SEEK YOU OUT, SUPERMAN--

--AFTER HE WAS SUBJUGATED BY BRAINIAC!

THAT MADMAN IS EVERYWHERE!

BWHOOOM

WHAT'S THIS? ANOTHER MESSAGE FROM OLD BRAINY?

MOTHER BOX HAS WARNED US OF OUR FRIENDS' PERIL!

SHE GUIDED US HERE FOR ANSWERS!

SPEAK NOW, SUPERMAN, OR FEEL THE WRATH OF *ORION*-- SON OF DARKSEID!

CALM DOWN A MINUTE, GUYS! WE'RE JUST GETTING THIS PUZZLE PUT TOGETHER OURSELVES!

WE DON'T *CARE* ABOUT YOUR PUZZLES! WHERE'S *METRON*?

WE DEMAND TO SEE HIM. IMMEDIATELY.

EASIER SAID THAN DONE LIGHTRAY.

WHO--OR WHAT-- IS THIS *MOTHER BOX*, LIGHTRAY?

AND HOW DID YOU EVEN *FIND* THIS PLACE? THERE ISN'T A MORE SECRET INSTALLATION ON EARTH!

MOTHER BOX IS A LIVING COMPUTER USED BY ALL THE GODS OF NEW GENESIS! SHE WATCHES OVER US, GUIDES US--

--AND PROTECTS US! SHE SENT US HERE TO AID METRON!

ENOUGH TALK! I SAY WE TEAR THIS PLACE APART TO FIND HIM!

HE'S NOT *HERE!* HIS CHAIR MAY HAVE MATERIALIZED HERE A FEW SECONDS AGO--

--BUT WE SUSPECT YOUR FRIEND WAS CAPTURED BY *WARWORLD!*

THE CHAIR AND METRON SEPARATED?! INCONCEIV-ABLE!

WARWORLD? EVEN DARKSEID SHUDDERS AT ITS MENTION!

INDEED. HIGHFATHER HIMSELF HAS FEARED WARWORLD'S LIMITLESS MIGHT WOULD SOMEDAY BE UN-LEASHED UPON NEW GENESIS!

WE GO TO WARWORLD *NOW!* TO *FIGHT* FOR METRON'S FREEDOM!

NO, NOT YET! IT'S HEADED THIS WAY! WE NEED A PLAN-- A SCHEME TO BE EFFECTIVE!

BAH! A WASTE OF TIME!

FORCE IS ALL THAT WARWORLD UNDERSTANDS!

IN THIS INSTANCE, ORION IS CORRECT.

IF METRON STILL LIVES, WE HAVEN'T THE TIME TO PLAN AN ORGANIZED ASSAULT.

BEWARE, SOLDIERS OF WARWORLD! TODAY YOU FIGHT YOUR *LAST* BATTLE!

FAREWELL.

WAIT! YOU HAVE TO THINK THIS OUT! DON'T YOU WONDER WHY METRON'S CHAIR ENDED UP HERE OF ALL PLACES?

HAVE TO CATCH THEM-- TELL THEM ABOUT BRAINIAC!

WE NEED TO KNOW WHY THE *MOBIUS CHAIR* SOUGHT ME OUT!

WAS IT LOOKING FOR *ME*?

DID BRAINIAC SEND IT AS A WARNING?

OR DID METRON SEND IT AS A WEAPON?

THEY'RE *GONE* WITHOUT A TRACE! MAYBE THEY USED ONE OF THOSE CRAZY *BOOM TUBES!* AND IF THAT'S THE CASE--

--I'LL *NEVER* CATCH THEM!

WHO AM I TO STOP THEM, ANYWAY?

METRON IS THEIR FRIEND AND MAYBE-- JUST MAYBE THEY'LL SUCCEED!

IF ANYBODY IS CAPABLE *THEY* ARE!

STILL, I FEEL LIKE I SHOULD BE THERE! BRAINIAC IS *MY* FIGHT.

IF *ONLY* I COULD TRAVEL THE GREAT GULFS OF SPACE AS EASILY AS THEY CAN!

HI, LOIS! I WAS SURPRISED TO SEE YOU HOME!

WITH AN ALIEN INVASION IMMINENT I HARDLY PLAN TO SPEND THE DAY SHOPPING!

IS THAT WARWORLD THING STILL HEADED THIS WAY?

YEAH. ALL WE CAN DO IS PLAN OUR DEFENSE AND MEET THEM HEAD-ON.

IF I HAD THE CAPABILITIES OF A GREEN LANTERN I MIGHT GO ON THE OFFENSIVE BUT--

NONSENSE!

CLARK, YOU ONCE SPENT MONTHS IN SPACE! IF THERE'S A JOB TO BE DONE OUT THERE YOU'RE *MORE* THAN CAPABLE!

MAYBE SO--

"--BUT, I THINK I'LL WAIT TO SEE HOW ORION AND LIGHTRAY DO FIRST."

WHERE IS METRON?

FREE HIM OR DIE!

EASY, ORION! THESE ARE SOLDIERS FOLLOWING ORDERS.

OUR WRATH SHOULD BE DIRECTED TOWARD THE MAN SUPERMAN SPOKE OF...

"... BRAINIAC!"

YOUR COMRADES FIGHT WELL, METRON.

WHAT A SHAME THAT SUPERMAN HASN'T THE COURAGE TO FIGHT HIS OWN BATTLES, THOUGH.

PERHAPS I WILL HAVE TO DO MORE TO PROVE MY MIGHT.

WHAT DO YOU SUPPOSE SUPERMAN WILL THINK--

"--WHEN HE SEES HOW EASILY MY WARRIORS DEFEATED HIS?"

WHAT? SOMEBODY DARES GRAB ME FROM BEHIND?

ARRRGH!

FOR ALL YOUR STRENGTH, ALL YOUR BRAWN, ORION--

--YOU CANNOT POSSIBLY WITHSTAND A PSYCHIC ASSAULT,

PAIN SO-- INTENSE--SO--

YOU ARE AN ENEMY OF MY MASTER BRAINIAC--

--AND THEREFORE YOU ARE AN ENEMY OF MINE!

I GLOW WITH PRIDE AT YOUR VICTORIOUS SHOWING, MY SOLDIERS.

THE SUPERMAN OF EARTH HAS ALLOWED UNDERLINGS TO TAKE ON A TASK THAT IS RIGHTFULLY HIS--

--AND THEIR EFFORTS HAVE ENDED IN FAILURE.

BUT WHAT GOOD IS OUR VICTORY--

"-- IF IT GOES UNNOTICED ON EARTH?"

SUPERMAN, ARE YOU ALL RIGHT?

SUPERMAN?!

MY HEAD-- EXPLODING! SOMEONE'S REACHING INTO MY MIND--

INDEED. I WISH TO SHOW YOU THE RESULTS OF YOUR EFFORTS, COWARD.

YOUR WARRIORS HAVE BEEN DULY DEFEATED. SEND MORE AND THE RESULT WILL BE THE SAME.

"IF YOU WANT ME, COME GET ME."

OH, MY GOD--!

WHAT IS IT? WHAT'S WRONG?

IT'S NOT JUST BRAINIAC-- MAXIMA'S ON HIS TEAM...

...AND I LET ORION AND LIGHTRAY GO OFF TO DO A JOB THAT I SHOULD HAVE DONE!

I WAS TOO PASSIVE--

--TOO HOPEFUL THAT THEY WOULD SUCCEED!

BUT IT'S A MISTAKE I WON'T MAKE AGAIN!

FROM NOW ON I'M TAKING THE FIGHT TO WARWORLD--

--EVEN IF I HAVE TO ASSEMBLE MY OWN ARMY TO DO IT!

UNFORTUNATELY AN ARMY NEEDS THE MEANS TO WIN --

--AND NOT MANY OF US HERE ON EARTH CAN SURVIVE IN SPACE WITHOUT PREPARATION!

THE SUPPLY LIST WOULD BE ALMOST ENDLESS!

EQUIPMENT FOR TRANSPORTATION, COMMUNICATIONS, LIFE SUPPORT--

--WE'LL NEED IT *ALL!*

IF *S.T.A.R.* LABS HADN'T BEEN DESTROYED BY MONARCH I COULD GO TO *THEM*--

--BUT THAT'S NOT AN OPTION! I NEED A BRILLIANT MIND AND I NEED IT FAST! I NEED--

--PROFESSOR HAMILTON!

GOOD GOLLY, SUPERMAN, YOU DO SHOW UP AT THE ODDEST TIMES!

I NEED HELP.

WARWORLD IS STILL ON THE WAY. BEFORE IT GETS HERE I WANT TO LEAD A TASK FORCE INTO SPACE--

--TO STOP IT. I NEED SUITABLE EQUIPMENT, EMIL. *FAST!*

THAT IS ONE TALL ORDER, SUPERMAN!

ONE I CAN'T POSSIBLY ACCOMPLISH ALONE! THERE'S ONLY ONE PLACE IN ALL THE WORLD WITH THE WHEREWITHAL TO DO IT--

--AND THAT'S *LEXCORP!*

I *HATE* TO KEEP RUNNING TO *LUTHOR!*

I KNOW IT'S WEIRD... BUT THIS LUTHOR'S BEEN DOWNRIGHT SAINTLY.. BESIDES, REGARDLESS OF THAT BOY'S FAMILY HISTORY--

-- *HIS NECK* IS ON THE CHOPPING BLOCK TOO! LEXCORP WON'T DO MUCH BUSINESS IF EARTH IS LAID WASTE!

POINT TAKEN. I'LL GIVE HIM A CALL.

USE MY NEW VISPHONE. AND BE SURE TO OFFER MY ASSISTANCE!

I'LL *INSIST* ON IT! I'LL NEED YOU TO *KEEP* HIM HONEST!

HI. CAN I TALK TO LEX LUTHOR THE SECOND, PLEASE?

G'DAY, SUPERMAN! WHAT CAN I DO FOR YOU?

IN SHORT, I NEED YOUR CORPORATION'S HELP IN PREPARING EQUIPMENT TO COMBAT WARWORLD, LUTHOR!

YOU'LL HAVE OUR BEST EFFORTS, MATE!

IN FACT, I HOPE YOU'LL ASK PROFESSOR HAMILTON TO HELP US AS WELL! CAN'T HAVE TOO MANY BRILLIANT MINDS!

CERTAINLY!

HMM... MAYBE THIS FELLOW IS ON THE LEVEL AFTER ALL!

EMIL MIGHT BE RIGHT BUT THAT'S NOT IMPORTANT NOW! THIS IS A *WAR* COMING UP--

--AND A GENERAL CAN'T BE TOO JUDGMENTAL ABOUT HIS SOLDIERS!

AND I'M GOING TO NEED SOME GOOD QUALIFIED PEOPLE! PEOPLE LIKE--

"--SLADE WILSON, A.K.A. DEATHSTROKE-- THE TERMINATOR!"

JOE...

MY SON-- DEAD!

HOW WILL I TELL ADDIE? SHE'LL PROBABLY--

GOT A MINUTE, WILSON?

I'VE GOT A TRUCK LOAD OF PROBLEMS, MISTER. LEAVE ME ALONE.

I'VE GOT PROBLEMS *TOO*, WILSON. LIKE SOMETHING CALLED *WARWORLD* COMING TO ANNIHILATE EARTH!

SO THINGS ARE TOUGH ALL OVER WHAT DO YOU WANT FROM ME?

LOOK, I DON'T KNOW MUCH ABOUT YOU, BUT RUMOR SAYS YOU HAVE ONE HECK OF A MILITARY BACKGROUND!

I'M TAKING THE WAR INTO SPACE TO FIGHT THE BATTLE ON *THEIR* TERRITORY--

-- AND I NEED A TACTICAL LEADER LIKE YOU TO HELP ME GET AN ASSAULT FORCE TOGETHER!

ME? IN SPACE?

HMM...AT LEAST IT WOULD GIVE ME *TIME* TO FIGURE OUT HOW I'LL DEAL WITH ADDIE...

OKAY, IF IT'S AN ARMY YOU'RE LOOKING FOR, YOU PICKED THE RIGHT GUY TO START WITH. COUNT ME IN.

GLAD TO HEAR IT. LET'S GO GATHER THE TROOPS!

DEATHSTROKE WILL GIVE ME THE TACTICAL QUALI-TIES I NEED--

--BUT I'LL NEED MORE THAN THAT.

I'LL NEED PEOPLE WHO HAVE THE WISDOM TO LEAD--

--AS WELL AS THE WISDOM TO KNOW WHEN TO FOLLOW.

SUPERMAN! WHAT BRINGS YOU TO PARADISE ISLAND?

GOOD TO SEE YOU AGAIN, DIANA!

UNFORTUNATELY, IT'S TROUBLE THAT BRINGS ME HERE.

BIG TROUBLE.

SO I'VE HEARD, SUPERMAN. WARWORLD COULD DESTROY ATLANTIS AS WELL AS YOUR SURFACE WORLD!

NOT IF WE CAN GET THERE FIRST! THAT'S WHY I NEED YOU TWO.

YOU'RE NATURAL LEADERS-- AND I CAN'T THINK OF ANYBODY I'D RATHER HAVE AT MY SIDE!

THOUGH I ABHOR COMBAT, IT IS OBVIOUS THAT WE HAVE NO CHOICE.

LET US CARRY THE BATTLE TO THEM, AND GAEA WILLING, WE WILL SUCCEED IN AVERTING DISASTER.

BUT WE CAN'T DO IT ALONE! WARWORLD IS INCREDIBLY POWERFUL--

--ALMOST LIMITLESS IN ITS DESTRUCTIVE FORCE!

WE NEED *EVERYBODY!*

THEN LET'S GO GET 'EM!

WITH A LITTLE LUCK, ONCE WORD GETS OUT--

"-SOME OF THEM MIGHT EVEN COME TO US!"

FAWCETT CITY

SURE IS SOMETHING ABOUT THIS ALIEN WAR THING!

YA SUPPOSE IT'S REALLY GONNA COME TRASH EARTH?

DAILY STAR
ALIEN INVASION ON THE WAY

BZOOM

LISTEN! IT'S ALREADY HERE! ALREADY STARTED!

NAH, IT'S ONLY THUNDER.

DAILY STAR
ALIEN INVASION ON THE WAY

BUT THERE ISN'T A CLOUD IN THE SKY! WHERE'D IT COME FROM?

I'LL TELL YA WHERE IT CAME FROM! *LOOK!* UP IN THE SKY!

DAILY STAR
ALIEN INVASION ON THE WAY

"IT'S CAPTAIN MARVEL!"

THAT WARWORLD SOUNDS PRETTY DARN DANGEROUS!

AND WHEN DANGER CALLS--

WELL, YOU KNOW THE REST.

I HEARD ON WHIZ RADIO THAT SUPERMAN HAS ASKED THE WORLD'S GREATEST HEROES TO GATHER IN METROPOLIS!

AND WHEN SUPERMAN CALLS--YOU JUST GOTTA LISTEN!

SOUNDS LIKE HE'S GOING TO NEED JUST ABOUT ALL THE HEROES IN THE WHOLE *WORLD* IF HE'S GOING TO WIN THIS FIGHT!

THIS LOOKS LIKE--*HOLEY MOLEY!*

LOOK AT 'EM ALL!

I CAN'T THANK YOU ALL ENOUGH FOR COMING. WE FACE A *CRISIS* HERE--

--AND WE'LL NEED ALL OUR COLLECTIVE POWER IF WE'RE GOING TO CRUSH THIS *INVASION!*

HAVING DEALT WITH BRAINIAC BEFORE I CAN *VOUCH* FOR THE GRAVITY OF THE SITUATION!

I HEAR *LIGHTRAY* AND EVEN *ORION* HAVE FALLEN BEFORE HIM!

WOWWW...

I SAY WE GO KICK SOME BIG-TIME BUTT!

QUIET, GARDNER.

THAT SUPERMAN IS THE MOST HANDSOME MAN I'VE EVER *SEEN!*

IN THE PAST WE'VE DEALT WITH ALIEN INVASIONS *AFTER* THEY'D STAGED THEIR FULL-SCALE ATTACKS.

BUT, BRAINIAC IS SO LETHAL, THAT IF HE BRINGS A JUGGERNAUT LIKE WARWORLD HERE--

--IT WOULD MEAN EARTH'S CERTAIN DESTRUCTION!

WE HAVE TO TAKE THE FIGHT TO THEM ON *OUR* TERMS--NOT THEIRS!

CHECK IT OUT, MARV! SUPES ISN'T AS WIMPY AS WE THOUGHT!

GEE, MR. GARDNER, I *NEVER* THOUGHT OF SUPERMAN AS A COWARD!

I THINK I CAN BE OF MORE USE SETTING UP A DEFENSE ON EARTH JUST IN CASE SOMEBODY GETS THROUGH!

GOOD IDEA WE'LL ORGANIZE A SQUAD AROUND YOU!

KIND OF NICE TO SEE EVERYBODY AGAIN, ISN'T IT, BOOSTER?

YOU'D ALMOST THINK THE *JLA* HAD NEVER BEEN DISBANDED!

TOO BAD THE MARTIAN MANHUNTER LEFT EARTH! WE COULD REALLY USE HIM!

HAS ANYBODY SEEN AQUAMAN? HE WAS SUPPOSED TO MEET US HERE!

HIS OWN CITY OF ATLANTIS IS AT WAR, DIANA. MAYBE HE'S INVOLVED WITH THAT!

HEY, YOU DON'T SUPPOSE--

"-- THAT BIG POOZER HAS GONE AND GOTTEN HIMSELF IN TROUBLE, DO YOU?"

I'M AMAZED AT HOW PUTRID AND FILTHY METROPOLIS HARBOR IS!

YOU'D THINK THESE SURFACE DWELLERS WOULD KNOW BETTER!

UNFORTUNATELY, A PROBLEM LIKE POLLUTION SEEMS SMALL WHEN YOU HAVE SOMEBODY LIKE BRAINIAC--!

=UHN!= SOMETHING'S SNARED ME!

WHAT--IS THAT THING?

INCREDIBLY STRONG--CAN'T BREAK FREE!

I CAN WITHSTAND THE OCEAN'S GREATEST DEPTHS--

-- AND IT'S STILL-- CRUSHING ME!

CAN'T--! BLACKING-- OUUUU...

WHO'S THIS GUY, ANYWAY? GENERAL GEORGE PATTON REINCARNATED?

BACK OFF, DIBNY, I'M HERE TO HELP ORGANIZE THIS STRIKE.

AND I'M USED TO HAVING MY INSTRUCTIONS *FOLLOWED!*

GOT THAT? YOU DO WHAT ME OR SUPERMAN *TELLS* YOU TO--

EASY, DEATHSTROKE. WE ALL HAVE TO *COOPERATE FULLY* WITH EACH OTHER ON THIS MISSION.

WITHOUT *TEAM WORK* WE COULD ALL END UP--

HOLEY MOLEY! LOOK AT THAT!

IT'S *AQUAMAN!* BRAINIAC'S SHIP HAS RESURFACED AND CAPTURED HIM!

SO WHAT THE HELL ARE WE *STANDING* HERE FOR?

IF YOU ASK *ME*--

--THIS MEANS *WAR!!*

TO BE CONTINUED ... NEXT WEEK ... IN ADVENTURES #487

"THE ARTIFICIAL SATELLITE WARWORLD, NOW RULED BY THAT MADMAN BRAINIAC, IS ON A COURSE FOR OUR SOLAR SYSTEM.

"IN AN EFFORT TO OCCUPY US UNTIL THEY ARRIVE, BRAINIAC SENT HIS HEAD-SHIP TO ATTACK US BY PROXY.

"METROPOLIS SUFFERED A LOT OF DAMAGE BEFORE THE SHIP WAS DEFEATED AND SUNK IN HOB'S BAY. *

"I HATE TO BURST YOUR BUBBLE, SUPERMAN, BUT HAVE A LOOK OUT THE WINDOW.'"

"DEAR GOD! BATTLE STATIONS, EVERYONE.. LEXCORP TOWER IS UNDER ATTACK!'"

CRASH

* DO YOURSELF A FAVOR AND HUNT DOWN ACTION COMICS #674, MAN OF STEEL #9, AND SUPERMAN #65 FOR THE FULL STORY, OKAY?

ADVENTURES OF SUPERMAN 488. March, 1992. Published monthly by DC Comics Inc., 1325 Avenue of the Americas, New York, NY 10019. POSTMASTER: Send address changes to ADVENTURES OF SUPERMAN, DC Comics Subscriptions, P.O. Box 0528, Baldwin, NY 11510. Annual subscription rate $12.00. Canadian subscribers must add $8.00 for postage and GST. GST # is R125921072. All other foreign countries must add $12.00 for postage. U.S. funds only. Copyright © 1992 DC Comics Inc. All Rights Reserved. All characters featured in this issue, the distinctive likenesses thereof, and all related indicia are trademarks of DC Comics Inc. The stories, characters and incidents mentioned in this magazine are entirely fictional. Advertising Representative: Print Advertising Representatives, 355 Lexington Avenue, New York, NY 10017 (212) 949-6850. Printed in Canada.
DC Comics Inc. A Warner Bros. Inc. Company

PANIC IN THE SKY

GOLLY! I GUESS WE CAN STOP WONDERING WHAT HAPPENED TO AQUAMAN!

Y'KNOW, I FORGOT WHAT A MASTER OF THE *OBVIOUS* YOU WERE, CAPTAIN *WHITEBREAD*!

WE CAN *SEE* THAT OLD FISH-*BREATH* GOT HIS FINS CLIPPED BY BRAINIAC'S SHIP!

PUT A SOCK IN IT, *GARDNER*!

CAN'T SAY THAT I MISS THE BANTER OF MY FORMER COLLEAGUES!

COUNTER STRIKE!

LET'S *NOT* MAKE THIS A SITUATION *COMEDY*, FOLKS-- AND REMEMBER THE *CODE* WE WORKED OUT!

YOU'RE THE *BOSS*, MAN. SAY THE WORD.

TOM GRUMMETT - PENCILLER
DOUG HAZLEWOOD - INKER
JERRY ORDWAY - WRITER
GLENN WHITMORE - COLORIST
ALBERT DEGUZMAN - LETTERER
DAN THORSLAND - ASSOC. EDITOR
MIKE CARLIN - FIVE STAR EDITOR

SUPERMAN CREATED BY JERRY SIEGEL AND JOE SHUSTER

TG
DH

ôii⌀π○○lü=□Δ

NUTS! I THOUGHT THE "WORD" WAS "FAHRVERGNÜGEN!"

GUY GARDNER DOESN'T *FAVOR* TAKING ORDERS FROM YOU, KAL-EL.

THIS IS *DEADLY* SERIOUS, PEOPLE--CHECK YOUR *EGOS* AT THE DOOR ON THIS ONE!

YEAH, *RIGHT!*

POUR IT ON, DMITRI--OR WE'LL SEND YOU BACK TO MOTHER RUSSIA!

ROCKET RED IS NO "SLACKER..."

KEEP DRAWING THE SHIP'S *FIRE*, BOYS, SO I CAN *FREE* AQUAMAN.

WOWSER! HE'S BEEN TELEPORTED--

BRAINIAC HAS TELEPATHIC ABILITIES--THE SHIP *IS* STILL LINKED TO HIM, BOOSTER!

SORRY, CHIEF-- I'LL TRY TO KEEP MY MIND *BLANK* FROM HERE ON IN!

JUST DON'T TELEGRAPH YOUR *EVERY* MOVE-- THAT'S WHY WE WORKED OUT THE CODE.

Aii□Ø00=ü

WE READ YOU *LOUD* AND *CLEAR*, SUPERMAN!

STAND CLEAR, CAPTAIN *BUTT-KISSER*...

...LET A GREEN LANTERN LEND A *HAND*!

ONE *POOZER* SLAMMED TO THE *MAT*!

FWAAAMM

GOOD JOB! BATMAN AND THE OTHERS WERE SUCCESSFUL IN CLEARING THE PLAZA OF ANY INNOCENT PEDESTRIANS!

IT MAY BE WISE TO FULLY DISABLE THE SHIP THIS TIME.

SOUNDS GOOD TO ME...

DO NOT ACT IN HASTE!

YOUR FRIEND AQUAMAN IS INSIDE, AND THE SHIP IS--TO USE A COLLOQUIALISM--BOOBY-TRAPPED?

ONE AMONG YOU POSSESSES THE SKILLS TO CIRCUMVENT THE FAILSAFE MECHANISMS--SCOTT FREE, ALIAS MISTER MIRACLE!

I'M GAME FOR IT...

WE WILL MIND-LINK SO THAT YOU MAY DIRECT MY TELEKINETIC ABILITIES TO TRIP THE PROPER SWITCHES WITHIN.

NEVER THOUGHT I'D SEE ANYONE BUT METRON SITTING IN THAT CHAIR!

HUSH-- CONCENTRATE.

THE MOBIUS CHAIR!

DUBBILEX!

WHHHRR CLIK KA-CHUNG

WA-HOO! WE MAKE A GREAT TEAM, DUBBILEX!

DON'T GET TOO FAR AHEAD, GUY...

I DID--THIS SHIP SEEMS TO HAVE AN AUTO-REPAIR FUNCTION PROGRAMMED INTO IT.

I'LL REMEMBER THAT, NEXT TIME I NEED MY OIL CHANGED!

THAT'S SO FUNNY I FORGOT TO LAUGH, GUY!

WHERE'D YOU GET THAT COMEBACK, WHITEBREAD--RERUNS OF "LEAVE IT TO BEAVER"?

WILL YOU PLEASE BE QUIET?

DUBBILEX? WE'RE AT THE CORE--CAN YOU GET A BEAD ON AQUAMAN'S WHEREABOUTS?

GO LEFT AT THE NEXT JUNCTION...

YEAH, SUPERMAN KNOWS HIS WAY AROUND IN HERE.

...YOU'LL FIND HIM THERE!

THE COMMAND CENTER IS THIS WAY.

SAAAY. I THOUGHT YOU SAID YOU TRASHED THIS PLACE!

WHAT'S WRONG WITH "LEAVE IT TO BEAVER"?

HE'S INSIDE THAT CYLINDER!

THE SHIP ITSELF HAS FASHIONED HIS PRISON, THOUGH TO WHAT PURPOSE I DO NOT--

LET'S CRACK THIS SUCKER OPEN, THEN!

NO, GUY!

LET SUPERMAN USE HIS X-RAY VISION ON IT IN CASE IT'S BOOBY-TRAPPED!

HE'S RIGHT, GARDNER.

YOU THINK YOU'RE SO SMART, DON'T YOU, PUNK?

NO--WISE. I TAPPED INTO THE WISDOM OF SOLOMON, GUY!

EASE UP! THIS IS SERIOUS BUSINESS HERE, AND WE NEED TO WORK AS A TEAM!

HANDS OFF, MR-- WHO THE HELL ARE YOU?

THE NAME'S AGENT LIBERTY, AND I--

WHATEVER-- JUST BACK OFF!

A FULL SCAN'S REVEALED SEVERAL PRESSURE-SENSITIVE CASER DEVICES...

...THAT I CAN CIRCUMVENT IF I STRIKE HOT AND FAST!

THE WAY I LIKE MY WOMEN!

DIANA, WOULD YOU--?

I'VE GOT HIM, SUPERMAN.

ARTHUR-- IT'S ME, DIANA. HOW DO YOU FEEL?

...THIRSTY...

WE CAN'T ALLOW BRAINIAC TO PICK US OFF ONE BY ONE.

THIS IS WHY WE HAVE TO WORK AS A TEAM, FOLKS!

SUPERMAN, I CAN HELP AQUAMAN WITH HIS INJURIES-- OR AT LEAST MY MOTHER BOX CAN!

"GOOD. NOW LET'S SEE IF LUTHOR'S GOT OUR GEAR READY, SO WE CAN MOVE INTO PHASE TWO!"

WHAT POSSIBLE GOOD COULD IT DO, FOR YOU TO BE ON EARTH RIGHT NOW?

DEATH-RITE, THE "MATRIX," AND I COULD DO MUCH MORE DAMAGE THAN YOUR STRIKE-CRAFT DID ON EARTH!

THE REACH OF MY MENTAL POWERS EXTENDS INTO THEIR CAMP, MAXIMA--MY WILL IS BETTER SERVED WITH YOU HERE.

THOUGH YOUR IDEA DOES MERIT ACTION.

BEHOLD THE CHAMPIONS OF WARWORLD'S GREAT ARENA...

...LET THEM CARRY THE FIGHT TO THE STREETS OF METROPOLIS!

YOU'VE TELEPORTED THEM?

WARWORLD'S NULL GRAVITY GENERATORS BRING US CLOSER TO EARTH'S SOLAR SYSTEM BY THE SECOND, MAXIMA!

"OH, DON'T WORRY, DEAR MAXIMA -- THERE WILL BE PLENTY OF FIGHT LEFT FOR YOU AND THE OTHERS!"

OKAY, TROOPS -- WE'VE MADE THE JUMP TO HYPERDRIVE, SO WE'LL BE NEARING WARWORLD IN NO TIME AT ALL!

HOW'RE YOU HOLDING UP SO FAR, DUBBILEX?

IT'S A FIGHT TO OVERRIDE THE HEADSHIP'S MANY DEFENSE MECHANISMS, BUT WITH THE HELP OF THE MOBIUS CHAIR, I AM ALL RIGHT.

GOOD WORK.

NOW THEN -- PROFESSOR HAMILTON AND LEXCORP HAVE SUPPLIED US ALL WITH THESE FORCE-FIELD BELTS, AND OXYGEN MASKS.

USE THEM, EVEN IF YOU DON'T *NEED* TO, BECAUSE THE MASKS WILL ALLOW US TO *COMMUNICATE* WITH EACH OTHER IN *SPACE*.

AND WE SHOULD REVIEW THE KRYPTONIAN *CODE*-WORDS AS WELL.

SUPERMAN -- BRAINIAC HAS TELEPORTED SEVERAL WARRIORS ONTO EARTH FROM WARWORLD!

IT WAS *WISE* THAT YOU REQUESTED *SOME* OF THE HEROES TO REMAIN ON EARTH FOR SUCH AN EVENTUALITY.

BATMAN WAS LEFT IN CHARGE DOWN THERE!

AWW, OLD POINTY-EARS WAS JUST *AFRAID* OF SPACE-TRAVEL!

GOSH, GUY, I CAN'T *IMAGINE* BATMAN'S AFRAID OF *ANYTHING*!

MEANWHILE, ON BESSOLO BOULEVARD IN METROPOLIS...

< REJOICE THAT WE ARE NO LONGER SLAVES OF THE ARENA-GAMES! >

< BRAINIAC INSTRUCTS THAT WE FIRE ON ALL THAT MOVE--WHERE IS THE CONTEST IN THAT? >

DO NOT ADJUST YOUR SET--WE CONTROL THE VERTICAL--WE CONTROL THE HORIZONTAL...

WHAT'S BLUE BEETLE MUMBLING?

I THINK HE'S COMPARING THESE ALIENS TO SOMETHING FROM THE OUTER LIMITS TV SHOW!

YUP!

LET'S HIT THEM HARD--AND REMEMBER WE'RE A TEAM, SO BE READY TO COVER A FRIEND'S BACK IF YOU HAVE TO!

FWAAMMMM

‹ THEY SEND A FEMALE TO FIGHT FOR THEM ? ›

SUCH AN UNCOUTH BRUTE, TO FIRE ON A WOMAN BEFORE SHE EEZ PROPERLY INTRO--

--DUCED!

SORRY, CRIMSON FOX-- JUST TAKING ADVANTAGE OF THE SITUATION.!

THIS ONE'S HELMET DOESN'T ALLOW FOR MUCH OF A PERIPHERAL VIEW.!

NOTHING LIKE A ROUSING AEROBIC WORKOUT TO TRIM AWAY THE TUMMY FLAB, IS THERE, UH, THORN ?

WILL YOU QUIT EXERCISING YOUR JAW AND JUST FIGHT, BEETLE ?

BEHIND YOU, THORN --WATCH OUT!

I DON'T FEEL SO BAD ANYMORE HAVING BEEN LEFT BEHIND, NIGHTWING.

SOME OF THESE INVADERS ARE STRONG ENOUGH TO GO HEAD TO HEAD WITH SUPERMAN!

OUR TEAM MAY BE SHORT ON STRENGTH, AQUAMAN, BUT WE'RE NOT LACKING IN HAND-TO-HAND COMBAT SKILLS...

"...I'LL TAKE BRAIN OVER BRAWN ANY DAY!"

AT LAST THEY'RE HERE...

YOUR VESSEL--COMING OUT OF A HYPERSPEED JUMP?

HOW RICH! THEY USED YOUR OWN CRAFT TO GET HERE?

THIS IS A SURPRISE, I'LL CONFESS, DEAR MAXIMA...

THEIR NUMBER MUST BOAST ONE POWERFUL INDEED, TO HAVE SUBVERTED THE SHIP'S PROGRAMMING, AND SIMULTANEOUSLY CLOAK IT FROM ME!

REMEMBER, DUBBILEX--JUST TAKE OUT THE AUTOMATED GROUND DEFENSE INSTALLATIONS...

...WE'RE HERE TO UNSEAT BRAINIAC, NOT TO KILL CIVILIANS!

HA HA HAHAHA HA

IT'S HIM--TRYING TO WREST CONTROL OF THE SHIP...

YOU--WANT--CONTROL--

--CONTROL--THIS!

SHH

DAMN HIM! DUBBILEX ALONE HASN'T THE WILL TO DEFY ME--!

SOMEONE OR SOME THING HAS AUGMENTED HIS MENTAL POWERS!

ENGAGE THE CRAFT IN A TRACTOR BEAM--I YEARN FOR COMBAT!

AN EXCELLENT SUGGESTION.

HE'S GOT US, SUPERMAN, BUT I CAN--

NO. LET HIM BRING US TO HIM--THIS IS WHAT WE'RE HERE FOR!

JUST REMEMBER TO KEEP YOUR WITS ABOUT YOU ALL--HE'S CUNNING.

WHERE ARE WE BEING TAKEN, SUPERMAN--IT LOOKS LIKE A BIG STADIUM...

THIS IS A PLACE I THOUGHT I'D NEVER AGAIN SET FOOT IN--THE ARENA, SITE OF THE GAMES.

SLAVES ARE PAIRED AGAINST EACH OTHER IN A FIGHT TO THE DEATH, ALL FOR THE SATISFACTION OF WARWORLD'S CITIZENS!

I CAN'T BELIEVE YOU'D THROW IN WITH SCUM LIKE BRAINIAC, DRAAGA-- YOU WHO REBELLED AGAINST MONGUL'S RULE!

I HOPE YOU UNDERSTAND ME--MY COMMAND OF INTERLAC ISN'T WHAT IT SHOULD BE.

YOUR SIMPERINGS ARE CLEAR TO ME, KRYPTONIAN-- AS THEY ARE TRANSLATED BY A DEVICE IMPLANTED IN MY AUDITORY CANALS.

AND AS FOR WHY I HAVE ALIGNED MYSELF WITH BRAINIAC AND WARWORLD AGAIN... IS IT NOT OBVIOUS?

HE HAS BROUGHT YOU HERE BEFORE ME ON OUR OLD BATTLEFIELD--GIVING ME A CHANCE TO REDEEM MY LOST HONOR...

"...IN A FIGHT TO THE DEATH!

I WON'T-- I CAN'T KILL YOU.

BUT I CAN AND I WILL!

?? A GREEN LANTERN?

THE GREEN LANTERN, DUMBO. NOW LET'S WRASSLE!

"YOU MAY ENTER THE FRAY NOW, MAXIMA."

GREETINGS, SUPERMAN! DRAAGA IS NOT THE ONLY ONE WITH A GRUDGE TO BEAR!

MAXIMA? WHAT'S YOUR PART IN THIS?

THINK OF ME AS A FEMALE SCORNED!

WHACK

MAXIMA! THE SUPERMAN IS MY FIGHT!

<SPREAD THE WORD, JAN-GEE--THE KRYPTONIAN IS BACK TO DO BATTLE WITH DRAAGA!>

<AT LAST, ZEK! A MATCH WORTHY OF TIMES PAST!>

CRASH

HMMM, THE OTHERS HAVE NOW JOINED THE BATTLE...

...AND MY HOLD OVER DRAAGA IS TENUOUS AT BEST, FOR HIS *HATRED* OF SUPERMAN IS NEAR FANATICAL!

THE TIME HAS COME FOR *YOU*, DEAR MATRIX, TO TAKE PART IN THIS UNFOLDING TABLEAU!

SUPERMAN! ANOTHER COMBATANT HAS BEEN TELEPORTED...

I'VE *KIND* OF GOT MY HANDS FULL AT THIS MINUTE--!

DO YOUR WORST, KRYPTONIAN-- I HAVE *LIVED* FOR THIS MOMENT, AND I WILL NOT FALL!

AWAY! MY IRE IS RESERVED FOR SUPERMAN!

ALL THAT MUSCLE SEEMS BENT ON ONLY ATTACKING SUPES!

YOU! MY GREATEST ENEMY!

YOU SEEK ONLY TO HARM MY MASTER, LORD BRAINIAC!

SORRY, KAL-- SHE SLIPPED PAST...

GIVE THE MAN SOME SUPPORT, PEOPLE!

< THE GLORY OF WARWORLD HAS RETURNED! >

< A CONTEST SUCH AS THIS HAS NOT BEEN SEEN IN MANY CYCLES! >

"I MAY HAVE UNDERESTIMATED THE PULL OF PETTY REVENGE..."

MY MINIONS ARE SO OBSESSED WITH THE MAN OF STEEL, THEY'RE RESISTING MY MENTAL COMMANDS TO ATTEND TO THE OTHERS.!

MAXIMA.! LET THE OTHERS HANDLE THE KRYPTONIAN-- THERE ARE TWO GREEN LANTERNS TO BE DEALT WITH!

HE MUST FALL AT MY HAND!

ΠΟΥΙΟΔΦ=!

EH?

FIRE! WONDER WOMAN.! DEATHSTROKE-- SOMEBODY TELL ME WHAT GIVES?

YOU LADIES ALL HEADING FOR THE BATHROOM OR SOMETHING?

GEEZ.!

LOOK-- GRANTED, SUPES IS A BIG STIFF SOMETIMES, BUT THERE'S BRAWLING TO BE DONE BACK THERE!

ARE YOU BRAIN DAMAGED, OR WERE YOU BORN DENSE? DON'T YOU REMEMBER THE CODE WE WORKED OUT?

OH, YEAH-- THE CODE--OF COURSE I KNEW THAT.

AND WATCH IT, CYCLOPS--I RESENT THAT BRAIN DAMAGE COMMENT.!

ΔØ=π!

GUY, HE SAID HE-

I HEARD, I HEARD, WHITEBREAD!

PICK UP THE PACE, METAL MEN--ICE--WE'VE GOT TO FIND METRON, ORION, AND LIGHTRAY!

THAT LEAVES THE REST OF US ON THE GROUND TO INFILTRATE THE CITY STREETS OF WARWORLD!

CITIZENS OF WARWORLD--THERE ARE INVADERS IN OUR MIDST, AND BE WARNED...

...ANY NON-COMBATIVE CONDUCT WITH THEM SHALL BE DEEMED TANTAMOUNT TO TREASON!

I'LL ADDRESS YOU SINGULARLY, MY MATRIX--DO NOT FALTER--SUPERMAN IS YOUR ENEMY!

M-MY--ENEMY?

DAMN THEM--BOTH DRAAGA AND THE "SUPERGIRL" ARE NOW ONLY MARGINALLY WITHIN MY INFLUENCE--I'M LOSING THEM.

SO BE IT! THEY WILL ALL SOON APPRECIATE THE SCOPE OF MY CONTROL OVER THIS SATELLITE...

<GREAT BRAINIAC SEEMS CRAZED!?

NO--A FRIEND.

"...AND THAT BRAINIAC IS ALSO MASTER OF WARWORLD'S ARTIFICIAL ATMOSPHERE.'

HOLY MOLEY, DOCTOR FATE -- WHERE'D THESE STORM CLOUDS COME FROM ?

IT'S STRANGE ENOUGH BEING ABLE TO *BREATHE* THE AIR HERE...

...BUT IT'S DOWNRIGHT WEIRD FOR *ME*, BEING THOUSANDS OF MILES FROM EARTH, TO FEEL *RAIN* ON MY FACE!

PERHAPS BRAINIAC HAS ADAPTED WARWORLD'S ENVIRONS TO THOSE THAT HE WAS USED TO ON EARTH, CAPTAIN.

STORM OR NO STORM, LET'S NOT FORGET OUR TASK AT HAND-- TO SEARCH FOR THE CAPTIVE NEW GODS !

YEAH, WELL, I STILL DON'T CARE MUCH FOR ABANDONING SUPES TO THOSE NASTIES DOWN THERE...

"...EVEN IF IT WAS HIS OWN IDEA!"

SUPERGIRL ! LEAVE HIM TO ME--THIS IS *MY* FIGHT!

BRAINIAC IS CONTROLLING YOU TWO ! I'M CONVINCED OF IT ! FIGHT *HIM* LIKE YOU'RE FIGHTING *ME* !

WHACK

DO-NOT-HIT-HER!

I--UGHNN!: DRAAGA, LISTEN TO ME--WE CAN'T-

WHAT AM I--? SUPERMAN ? IS THAT REALLY YOU ? WHERE AM I ?

I FEAR BRAINIAC'S HOLD OVER HER IS BROKEN!

LET GO OF SUPERMAN, DRAAGA!

WHUD!

THANK GOD!

YEAAARGH!

IT'S WISE I TAKE MY LEAVE NOW.

MAXIMA'S TELEPORTED!

BRAINIAC! I THOUGHT YOU WERE IN CONTROL! WHAT HAPPENED DOWN THERE?

... BUT THEY HAVE BOTH SERVED THEIR PURPOSE!

I'VE LOST MATRIX AND I FEAR DRAAGA, AS WELL...

"SUPERMAN AND HIS COHORTS HAVE SPLINTERED OFF INTO GROUPS...

"I COULDN'T HAVE PLANNED IT BETTER!"

COOL IT, DRAAGA!

I DEMAND A CHANCE TO REGAIN MY HONOR!

WILL YOU HELP US AGAINST BRAINIAC?

I WILL, IF YOU WILL ACCEDE TO A FINAL CONTEST BETWEEN US.

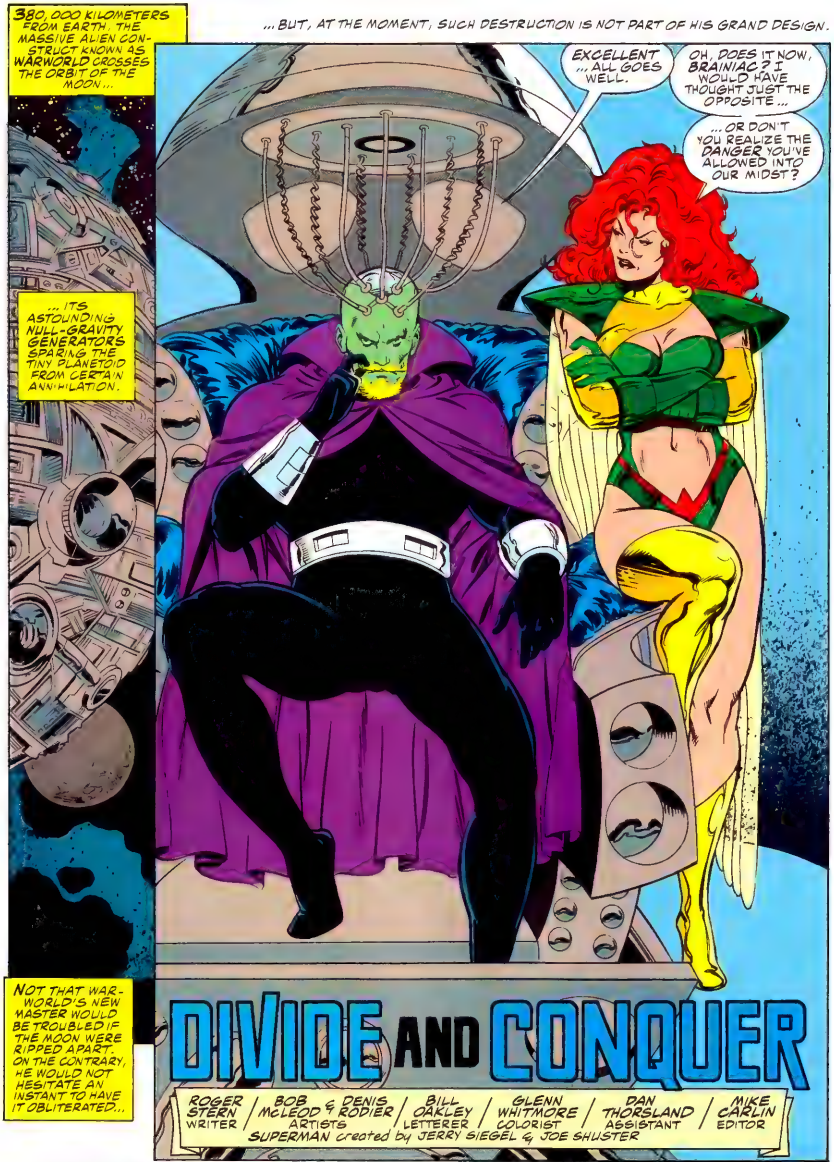
AFTER WE KICK BRAINIAC'S BUTT OUT OF THIS SOLAR SYSTEM!

AGREED.

CONTINUED IN ACTION COMICS #675

DIVIDE & CONQUER

BE THERE IN SEVEN DAYS!


380,000 KILOMETERS FROM EARTH, THE MASSIVE ALIEN CONSTRUCT KNOWN AS WARWORLD CROSSES THE ORBIT OF THE MOON...
...BUT, AT THE MOMENT, SUCH DESTRUCTION IS NOT PART OF HIS GRAND DESIGN.
EXCELLENT ... ALL GOES WELL.
OH, DOES IT NOW, BRAINIAC? I WOULD HAVE THOUGHT JUST THE OPPOSITE...
...OR DON'T YOU REALIZE THE DANGER YOU'VE ALLOWED INTO OUR MIDST?
...ITS ASTOUNDING NULL-GRAVITY GENERATORS SPARING THE TINY PLANETOID FROM CERTAIN ANNIHILATION.
NOT THAT WARWORLD'S NEW MASTER WOULD BE TROUBLED IF THE MOON WERE RIPPED APART. ON THE CONTRARY, HE WOULD NOT HESITATE AN INSTANT TO HAVE IT OBLITERATED...
DIVIDE AND CONQUER
ROGER STERN WRITER
BOB MCLEOD & DENIS RODIER ARTISTS
BILL OAKLEY LETTERER
GLENN WHITMORE COLORIST
DAN THORSLAND ASSISTANT
MIKE CARLIN EDITOR
SUPERMAN created by JERRY SIEGEL & JOE SHUSTER

ACTION COMICS 675, March,1992. Published monthly by DC Comics Inc., 1325 Avenue of the Americas, New York, NY 10019. POSTMASTER: Send address changes to ACTION COMICS, DC Comics Subscriptions, PO Box 0528, Baldwin, NY 11510. Annual subscription rate $12.00. Canadian subscribers must add $8.00 for postage and GST. GST # is R125921072. All other foreign countries must add $12.00 for postage. U.S. funds only. Copyright © 1992 DC Comics Inc. All Rights Reserved. All characters featured in this issue, the distinctive likenesses thereof, and all related indicia are trademarks of DC Comics Inc. The stories, characters and incidents mentioned in this magazine are entirely fictional. Advertising Representative: Print Advertising Representatives, 355 Lexington Avenue, New York, NY 10017 (212) 949-6850. Printed in Canada.
DC Comics Inc. A Warner Bros. Inc. Company

THIS *TASK FORCE* WHICH SUPERMAN BROUGHT HERE--ABOARD YOUR OWN COMMAND SHIP--INCLUDES A *DAXAMITE*, SIX CITIZENS OF *NEW GENESIS*, AND *TWO GREEN LANTERNS!*

I DO NOT RECOGNIZE THE OTHERS, BUT THEY APPEAR QUITE FORMIDABLE IN THEIR OWN RIGHT.

MORE FORMIDABLE THAN EVEN *YOU* MIGHT IMAGINE, MY DEAR *MAXIMA!*

I LEARNED A GREAT DEAL ABOUT EARTH'S SUPER-BEINGS DURING MY PREVIOUS STAY ON THEIR WORLD--

--AND I HAD COUNTED ON SUPERMAN ORGANIZING SUCH A FORCE. TO BE SURE, I HAD NOT ANTICIPATED THE PRESENCE OF A DAXAMITE...

...BUT I DO RECOGNIZE THAT PARTICULAR SPECIMEN. HIS NAME IS *LARGAND*, AND I ENCOUNTERED HIM ONCE IN THE COMPANY OF MY MISBEGOTTEN SON.*

HIS POWER MAY RIVAL THAT OF SUPERMAN HIMSELF, BUT HE CAN BE HANDLED.

AS FOR THE MIGHTY NEW GENESIANS, HAVE YOU FORGOTTEN THAT *THREE* OF THEIR KIND ALREADY RESIDE IN MY DEEPEST DUNGEONS?**

NO, THE PRESENCE OF THESE BEINGS ON WARWORLD IS INTEGRAL TO MY PLANS! PLANNING IS *ALL*, MAXIMA!

IF *YOU* HAD THOUGHT TO PLAN FOR EVERY CONTINGENCY, YOU WOULD PERHAPS STILL RULE AN EMPIRE OF YOUR OWN. BUT, OBSERVE...

*L.E.G.I.O.N. ANNUAL #1.
**SINCE *SUPERMAN #65.*

"... BY SPLITTING UP INTO SMALLER SQUADS, THEY ARE PLAYING RIGHT INTO MY HANDS!"

[illegible]

CAN THE KRYPTONIAN *CODE WORDS*, FIRE -- THEY'RE AS HARD TO REMEMBER AS THEY ARE TO PRONOUNCE!

IF YOU'D PAID MORE ATTENTION AT THE PLANNING SESSION--!

HEY, I'VE GOT NO STOMACH FOR HOT AIR! IF THEY'D LET *ME* RUN THIS SHOW, WE'D'VE *WON* BY NOW!

"THIS *GUY GARDNER* CREATURE SEEMS UNCOMMONLY SLOW OF WIT...

"... HE SHALL BE MUCH MORE EFFECTIVE AS MY *PAWN!*"

NOW WHAT IS IT, GUY?

GUY?

EEYUUU--!

NONE SHALL STAND AGAINST THE WILL OF BRAINIAC!

"AND *THAT* IS HOW YOU HANDLE A DAXAMITE, MAXIMA! IT'S ACTUALLY A SIMPLE MATTER WHEN YOU CONTROL THE POWER OF A *GREEN LANTERN!*

"SOON, THEY SHALL ALL BE UNDER MY CONTROL!"

BACK OFF.

ONE SIDE.

COMING THROUGH!

STEP LIVELY, ICE!

FLASH HAS CLEARED A PATH THROUGH BRAINIAC'S HORDES -- WE MUST TAKE ADVANTAGE OF IT!

SHRAK

THERE'S NO NEED FOR SUCH EXTREME MEASURES, DEATHSTROKE!

FOR YOU, PERHAPS NOT--

--BUT I'M NOT BLESSED WITH YOUR POWERS. AND THIS *IS WAR!*

EVEN SO, WE DON'T HAVE TO STOOP TO-- *FLASH?!*

WHAT IS IT, WEST? WHAT'S WRONG?

WRONG? NOT A THING...

...UNLESS YOU RESIST ME!

"ONE WAY OR ANOTHER, EVERY ONE OF THEM SHALL BEND TO MY WILL. AND THEN, EARTH WILL BE *MINE* FOR THE TAKING!"

"BUT... *WHY*, BRAINIAC? WHY THE FASCINATION--"

--WITH SUCH AN INSIGNIF-ICANT WORLD?

IT IS THE WORLD THAT SUPERMAN CALLS HOME. I WOULD CONQUER IT MERELY TO HUMBLE HIM FOR HAVING DARED OPPOSE ME IN THE PAST.

BUT, IT IS NOT SO INSIGNIFICANT AS YOU PRE-SUME... ITS META-HUMAN POPU-LATION ALONE IS PROOF OF THAT. MOREOVER, IT HAS ATTRACTED DEFENDERS FROM MANY WORLDS--

--INCLUDING FABLED NEW GENESIS--WHO HAVE ALREADY YIELDED WON-DROUS SPOILS OF WAR! WE REMOVED *THESE* RE-MARKABLE DEVICES FROM THE WARRIORS *ORION* AND *LIGHTRAY* UPON THEIR CAPTURE...

...THEY ARE CALLED "*MOTHER BOXES*," AND THEY APPEAR TO BE--*EH?!*

AARREE

THEY APPEAR TO HAVE SELF-DESTRUCTED.

YOU SEEM SURPRISED, BRAINIAC. DIDN'T YOUR MUCH-VAUNTED CONTINGENCY PLANS COVER SUCH AN OCCURRENCE?

IT MATTERS NOT.

THERE REMAINS MUCH OF WHICH I MAY STILL TAKE ADVANTAGE... NEVER FORGET, ALL OF WARWORLD IS *MINE!*

HER TWO BILLION INHABITANTS ARE MINE TO COMMAND! HER VERY *LIFE SUPPORT SYSTEMS* ARE UNDER MY DIRECT CONTROL!

THUS AM I ABLE TO LASH OUT WITH THE FURY OF THE *STORM* AT SUPERMAN AND THE FAITHLESS SUPERGIRL!

"*FAITHLESS*"?! WHAT COLOSSAL *EGO!* IN HIS DIS-TRACTION, HE FAILED TO MAINTAIN HIS HOLD ON HER MIND!*

I SHALL BECOME LIKE UNTO A *FORCE OF NATURE* IN HAVING MY REVENGE UPON THOSE TWO.

AND WHAT OF THE *OTHERS* TRAPPED IN THE ARENA BY YOUR STORM? WHAT OF *DRAAGA*?

WHAT OF THEM?

* IN *ADVENTURES OF SUPERMAN* #488.

"THEY ARE OF LITTLE IMPORTANCE!"

DRAAGA'S NOT FARING TOO WELL IN THESE WINDS... AND EVEN SUPERGIRL'S GETTING DISORIENTED!

SUPERGIRL! TAKE SHELTER WITH DRAAGA IN THAT SHIP!

IN BRAINIAC'S HEAD-SHIP? BUT--!

TRUST ME, IT'S YEEARRG!

SUPERMAN!!

I'M... OKAY. GO ON, I'LL JOIN YOU--

"--IN THE SHIP!"

I FEAR THE BATTLE DOES NOT GO WELL. AH, WELL... WE KNEW IT WOULD NOT BE EASY...

...AT LEAST, IN TAPPING THE POWER OF THIS REMARKABLE MOBIUS CHAIR, I HAVE BEEN ABLE TO SHIELD THE INTERIOR OF BRAINIAC'S CRAFT FROM HIS PROBING MIND.

I MUST TAKE SOLACE IN --

PING PING PING

WHAT IS THIS?!

THEY MATERIALIZED OUT OF THIN AIR... JUST AS THE MOBIUS CHAIR DID ON EARTH. THESE MOTHER BOX UNITS BELONG TO ORION AND LIGHTRAY...

...THEY *TELEPORTED* HERE RATHER THAN SUBMIT TO BRAINIAC'S ANALYSIS. YES... THEY ARE *SOMEHOW* *TELLING* ME THAT... TELLING ME SO MUCH...

PING PING PING

WHO ARE *YOU?* AND WHAT ARE *YOU DOING* IN HERE?!

HE POSSESSES THE CHAIR OF THE CAPTIVE *METRON!* WHAT MANNER OF CREATURE *ARE* YOU?!

I AM CALLED *DUBBILEX*. I CAME HERE IN THE COMPANY OF SUPERMAN AND HIS FELLOW HEROES.

AND DESPITE MY APPEARANCE, I AM OF THE PLANET EARTH.

NO ONE ON EARTH LOOKS LIKE *THAT!*

NOT AT THE MOMENT, NO... BUT I ASSURE YOU, MY ORIGINS WERE PURELY TERRESTRIAL...

...AS WERE *YOURS*, SUPERGIRL... THOUGH I SEE THAT YOUR EARTH WAS *SOMEWHAT* REMOVED FROM MINE.

H-HOW DID YOU KNOW THAT?

I RECEIVED MY INFORMATION FROM THE MOTHER BOX. I BELIEVE THAT IT GATHERED THE DATA FROM YOU IN PASSING.

MOTHER BOX? YES... I REMOVED THIS FROM LIGHTRAY... AFTER I SUBDUED HIM.* I RECALL NOW... THE BRIEF TINGLE... SO *WONDERFUL*...

SUPERGIRL, *NO!* WE BOTH JUST ESCAPED THE HOLD OF BRAINIAC--!

PING PING PING

THERE IS NO NEED TO FEAR A MOTHER BOX, DRAAGA.

*IN SUPERMAN #65.

DUBBILEX IS RIGHT, DRAAGA... I CAN *FEEL* IT! IT IS NOT A MOTHER BOX'S NATURE TO SUBVERT MINDS. SHE TEACHES... AND *HEALS.*

"SHE?"

YES, SHE IS LIKE A *LIVING COMPUTER*... LINKED TO A SOURCE OF GREAT INTELLIGENCE...

...AND SHE'S WITNESSED THE SCOPE OF BRAINIAC'S TREACHERY. HE PLANS TO CONTROL AND SUBVERT EARTH'S DEFENDERS.

I CONCUR, SUPERGIRL. WE MUST WARN THEM OF THEIR DANGER.

HOW? BRAINIAC'S STORM HAS US BOTTLED UP IN HERE!

THEN WE HAVE TO BREAK FREE!

SUPERMAN!

HE LOOKS AWFUL!

YOU HEARD--?

YES... ENOUGH TO KNOW THAT WE HAVE TO FIND A WAY TO TURN THE TABLES ON BRAINIAC. WE *MUST*...

"...EARTH IS DEPENDING ON US!"

IS THIS FLOOR STILL SAFE?

THE ENGINEER GAVE IT AN OKAY. STILL...

...I'D WATCH OUT FOR FALLING PLASTER!

'SCUSE ME, I'M LOOKING FOR MR. THORNTON?

DOWN THAT HALL... THIRD DOOR PAST THE RUBBLE.

I KNOW THE PLUMBING IS OUT...

...WHAT DO YOU WANT *ME* TO DO ABOUT IT?!

WE'RE LUCKY THAT THE BUILDING TOOK AS LITTLE DAMAGE AS IT DID, RON*-- BUT WE CAN'T LET THIS SLOW US DOWN! *NEWSTIME* HAS NEVER MISSED SHIPPING YET!

MR. THORNTON? REMEMBER ME --JIM OLSEN? I DON'T MEAN TO INTERRUPT, BUT YOU SAID TO COME BY WITH MY PHOTOS.

I KNOW THINGS ARE HECTIC, BUT YOU SAID SOMETHING ABOUT A JOB--AND I THOUGHT MAYBE YOU MIGHT NEED AN EXTRA PHOTOGRAPHER RIGHT ABOUT NOW!

YOU THOUGHT RIGHT!

RON, TURN THESE OVER TO EDDIE!

GOT YOUR CAMERA, OLSEN?

WELL, NO, SIR. YOU SEE--!

* FROM BRAINIAC'S INITIAL ATTACK IN *MAN OF STEEL* #9.

FIND HIM ONE AND GET HIM OUT ON THE LINES, RON.

GEE, THANKS, I--!

COME ON, JIM. YOU CAN THANK HIM LATER.

GET ME JENKINS AT THE CAPITAL.

JENKINS? WHAT'S THE WORD--?

I KNOW THE NATIONAL GUARD'S BEEN CALLED OUT!

IN CASE YOU HADN'T HEARD--

"--METROPOLIS HAS BECOME A WAR ZONE!"

HIT 'EM HARD!

BLUE BEETLE'S SHIP HAS SOFTENED THEM UP--

--BUT IT'S UP TO US TO PRESS THE ADVANTAGE!

MAIS CERTAINEMENT, WE MUST STRIKE WHILE THE IRON, SHE IS HOT!

Krinkle's SUGAR FLOOPS

GRZDZ-F!!

I DON'T KNOW THE LANGUAGE, BUT THERE'S NO MISTAKING THE INTENT!

THIS ALIEN GOON SQUAD THAT BRAINIAC SHIPPED DOWN FROM HIS WARWORLD IS ONE TOUGH BUNCH.

EVEN "SOFTENED UP," THEY'RE NO PUSHOVERS! BUT I THINK I SEE AN OPENING...

YEAH! THAT'S NOT THE BEST FORM, BUT IT'S THE RESULTS THAT COUNT!

<THE EARTHERS ARE MORE CAPABLE THAN WE THOUGHT!>

HWUK

<THEY MAKE UP IN SPEED AND AGILITY WHAT THEY LACK IN MIGHT! BUT NONE OF THEM CAN LONG EVADE --)

--ΔO:L?!

THUK

THUK

THUK

THUK

GZΠD.O!!

KATOOM

THORN! THANKS FOR THE SAVE!

WE ALL HAVE TO WATCH EACH OTHER'S BACKS, GANG-BUSTER!

WE CAN'T ALWAYS RELY ON--

"--HELP FROM ON HIGH!"

<NOW WHAT?!>

TEAM LUTHOR REPORTING, SIR! SORRY WE WERE SO LATE IN GETTING HERE, BUT OUR WEAPONS CAME OUT OF FIELD TESTING JUST MINUTES AGO!

SHOOM

BETTER LATE THAN NEVER.

BEETLE, HOW DO WE LOOK FROM THE AIR?

BETTER ALL THE TIME, BATMAN.

LEX LUTHOR'S BOYS REALLY TOOK THE INVADERS BY SURPRISE.

AND UNLESS MY EYES DECEIVE ME, YOU'RE ABOUT TO GET SOME ARMORED GROUND SUPPORT ON YOUR RIGHT FLANK!

YOU GOT THAT RIGHT, "BUG-MAN"...

...THIS IS INSPECTOR TURPIN OF THE SPECIAL CRIMES UNIT--AND WE'RE LOADED FOR "B.E.M.S!"

PRESSURE'S AT THE RED-LINE, INSPECTOR!

AWRIGHT THEN, BAYAS--

--LET 'ER RIP!

LOOKS LIKE THIS IS THEIR FIRST ENCOUNTER WITH A WATER CANNON!

FWOOSH

"ENJOY YOUR SHOWER, BOYS...

...THIS IS JUST THE BEGINNING!

HOLD 'ER STEADY, DEAN...

...THEY'VE FORCED THE INVADERS OUT OF THE BUSINESS DISTRICT--AND ONTO THE OLD NORTH RIVER DRIVE!

BAR

KLIK-WHIRRR

THAT'S GOOD FOR DOWNTOWN, BUT WHAT'S TO STOP THEM FROM FANNING OUT ALONG THE WATER-FRONT?

"THERE'S YOUR ANSWER, DEAN--*AQUAMAN!*

"WOW, HE SHOT UP OUT OF THE HARBOR JUST LIKE A... A HUMAN *POLARIS MISSILE!*

"AND IT LOOKS AS IF HE'S HITTING JUST ABOUT AS *HARD* AS ONE!"

THIS IS INCREDIBLE... ABSOLUTELY *INCREDIBLE!* I CAN'T BELIEVE THE SHOTS I'M GETTING!

HERE COME THE OTHER HEROES! TAKE US IN CLOSER, DEAN... THIS IS GONNA BE AWESOME!

"HAVEN'T YOU FORGOTTEN SOMETHING?"

KLIK-WHIRRR

KLIK-WHIRRR

Nikon

EH? FORGOTTEN WHAT, MAXIMA?

THE WARRIORS YOU TELEPORTED TO EARTH... THERE HAS BEEN NO WORD FROM THEM SINCE THEIR DEPARTURE.

THEY ARE OF NO GREAT CONCERN... THEY ARE BUT CANNON FODDER.

THERE IS WHAT DOES CONCERN ME-- MY COMMAND SHIP!

I KNOW THAT DAMNABLE D.N.ALIEN FREAK *DUBBILEX* IS IN THERE! I HAVE SUBVERTED HIS WILL BEFORE...

...HOW IS HE ABLE TO RESIST ME NOW? *HOW?!*

I ALLOWED SUPERMAN AND HIS ALLIES TO CAPTURE IT. THAT WAS ALL PART OF MY PLAN. I KNEW THAT I COULD TURN IT AGAINST THEM LATER.

BUT NOW... I CANNOT EVEN PIERCE ITS SHIELDS!

OKAY, I UNDERSTAND THAT THE MOBIUS CHAIR IS KEEPING US SECURE, BUT WE'RE STILL TRAPPED HERE.

IF ONLY WE COULD ACCESS WARWORLD'S TELEPORT SYSTEMS.

DUBBILEX, THE CHAIR CAN TELEPORT. CAN IT--?

IT CAN DO FAR MORE THAN YOU IMAGINE --

"--IN THE SPACE OF A THOUGHT!

"IT IS *DONE!* THE MOBIUS CHAIR HAS DIGESTED THE DATA SUPPLIED BY MOTHER BOX, AND TRANSPORTED THIS SHIP DEEP WITHIN WARWORLD!

"I HAVE PROGRAMMED THE HEAD-SHIP'S OFFENSIVE SYSTEMS TO LEECH AWAY AT THE POWER GENERATORS FOR WARWORLD'S TELEPORTERS.

"SUPERMAN... SUPERGIRL... IT IS UP TO YOU NOW!"

DUBBILEX HAS GIVEN US A SLIM ADVANTAGE, SUPERGIRL. THE RISK IS GREAT, BUT WE MUST SPLIT UP... IT'S THE ONLY WAY TO GET TO THE OTHERS IN TIME!

I-I KNOW... GODSPEED, SUPERMAN.

MAY WE MEET AGAIN!

HE SPEAKS AS IF THEY MAY NOT SURVIVE.

SUPERMAN IS A REALIST... HE KNOWS FULL WELL THE ODDS AGAINST THEM.

I SHOULD HAVE ACCOMPANIED THEM. I WAS *BRED* FOR BATTLE.

WE SHALL *ALL* SEE BATTLE BEFORE THIS IS OVER.

WE NO LONGER REQUIRE THE SHIP'S SANCTUARY. DUTY CALLS US ELSEWHERE... AND THE CHAIR SHALL BEAR US THERE!

WHAT IS THIS?!?

MY OWN *SHIP* HAS SHUT DOWN THE TELEPORTERS?! HOW WAS THIS *DONE*?!

MAXIMA! TAKE AN ASSAULT SQUAD INTO THAT SECTOR! I WANT *ANSWERS!!*

I DO NOT CARE FOR YOUR TONE, BRAINIAC...

...I AM NOT OF YOUR "CANNON FODDER" CLASS! I AM OF THE BLOOD ROYALE OF ALMERAC!

YES, MAXIMA, AND I AM THE CONQUEROR OF ALMERAC! IT IS ONLY BY MY GRACE THAT YOU STILL LIVE AT ALL!

YOU HAVE BEEN GRANTED SOME PRIVILEGES AS MY LIEUTENANT... AND AS SUCH YOU SHALL FOLLOW MY ORDERS! IS THAT CLEAR?

IT IS. I... SHALL FULFILL MY DUTY.

GOOD. CARRY ON!

BUT I SHALL NEVER FORGET THIS INSULT!

YOUR WILL IS STRONG, BRAINIAC... BUT, EVEN WITH ALL THE POWER OF WARWORLD AT YOUR COMMAND, YOU ARE FAR FROM OMNIPOTENT!

YOU CANNOT PIERCE MY OWN MENTAL SHIELDS... MY THOUGHTS REMAIN MY OWN... AND I SWEAR THAT I SHALL DIE BEFORE I BECOME--

"--ONE OF YOUR MIND SLAVES!"

KRUNG!

KILOWOG--STOP!!

MY GOD, HE'S LITERALLY TORN THE METAL MEN APART!

THINK! YOU'RE A GREEN LANTERN... USE THAT WILL! YOU MUST FIGHT OFF BRAINIAC'S HOLD!

NO! NONE CAN RESIST THE POWER OF BRAINIAC!

GHAAA!

EVEN WITH HIS MIND ENTHRALLED, HE *STILL* PACKS PLENTY OF WILL INTO HIS POWER RING.

IT COULD TAKE *TIME* TO BRING HIM DOWN... TIME I CAN'T SPARE! I MUST STOP BRAINIAC!

SUPERMAN, GET AWAY... HE'S CRAZY...

WILL MAGNUS CERTAINLY BUILT HIS ROBOTS WELL. AFTER THE BATTERING THEY TOOK, *MERCURY* IS STILL FUNCTIONING--

--MAYBE THEY *ALL* ARE! I HOPE SO... I CAN USE ALL THE ALLIES I CAN MUSTER. I'D COUNTED ON KILOWOG BEING ONE OF THEM...

...HAVE TO BREAK BRAINIAC'S HOLD ON HIM--AND *FAST!* A GREEN LANTERN'S POWER CAN BE BLOCKED BY YELLOW OBJECTS. HOW ABOUT...

...THE SHIELD OF MY CAPE? YES!

SORRY IF THIS HURTS, BIG MAN--

HRAKT

--BUT I DON'T HAVE TIME TO BE GENTLE!

S-SUPERMAN... S-SORRY. C-COULDN'T HELP M'SELF.

TH-THANK... YOUUUU...

KILOWOG! DON'T PASS OUT ON ME NOW! WE *NEED* YOU...

"... WE NEED ALL OF YOU!"

HOW'S IT GOING, VYKIN?

ROUGH, MARK. I'VE MAGNETIZED OVER TWO DOZEN WARRIORS TO THE WALLS... BUT *MORE* KEEP COMING!

REST A SPELL, VYKE. A *COSMIC CARTRIDGE* WILL HOLD 'EM BACK, FORCE-FIELD STYLE, WHILE WE CATCH OUR BREATHS!

GOOD WORK, SERIFAN, BUT WE CAN'T AFFORD TO STAY ON THE DEFENSIVE --

--WE HAVE TO FIND THE POWER BEHIND THE HORDES -- BRAINIAC -- AND STOP HIM... IF NOT THIS WAY, THEN ANOTHER!

WE'LL NEVER GET THROUGH THESE HORDES, BIG BEAR!

TELL ME ABOUT IT, DREAMER...

...WHILE I'M MAKING US A NEW CORRIDOR, WHY DON'T YOU GIVE THE GUYS A HAND... MAKE WITH ONE OF YOUR ILLUSIONS!

IT DOESN'T TAKE THE WISDOM OF SOLOMON TO SEE THAT YOU KIDS NEED A HAND!

DON'T WORRY, I CAN HANDLE THIS SOCIETY OF MONSTERS!

HE-E-EY, NICE WORK, DREAMER!

THAT'S NO ILLUSION, BEAR... HE'S THE *REAL* CAPTAIN MARVEL!

¡PHEW! THERE'S A LOT MORE OF THESE BRUISERS THAN I THOUGHT. THIS COULD TAKE A WHILE!

OH, NO!

BEAUTIFUL DREAMER, COME ON! BIG BEAR'S BROKEN THROUGH!

NO, WE CAN'T RUN OFF NOW! BRAINIAC'S HORDES ARE SURROUNDING CAPTAIN MARVEL!

YOU'RE RIGHT, DREAMER. WE MUST NOT ABANDON HIM.

WHOA! I'LL SAY THEY ARE!

AGREED! WE FOREVER PEOPLE DO NOT POSSESS THE NECESSARY POWER TO EFFICIENTLY AID HIM--

--BUT THERE IS ONE WHO DOES! WE MUST PUT ASIDE OUR EGOS AND BEGIN THE RITUAL!

PING PING PING

MOTHER BOX KNOWS! ALREADY, SHE RISES!

JOIN US TOGETHER, MOTHER--

--MAKE US ONE WITH THE *INFINITE*, AS WE SAY THE WORD...

TAARU!

I HAVE BEEN *SUMMONED*... I HAVE *RETURNED*!

TAKE HEART, CAPTAIN MARVEL! YOU ARE NOT ALONE--

--THE *INFINITY MAN* FIGHTS BY YOUR SIDE!

INFINITY MAN, EH? WHY DO I GET THE FEELING THAT WE HAVE MORE IN COMMON THAN JUST AN ENEMY? OH, WELL...

THANKS FOR THE ASSIST, I.M.--

"--WE CAN ALL USE A HELPING HAND NOW AND THEN!"

YOU-- STOP!!

:??:

BARDA, PLEASE... YOU'RE KILLING ME!

BARDA? OF COURSE... FROM THE DESCRIPTIONS SUPERMAN AND DUBBILEX GAVE ME, THIS MUST BE BIG BARDA AND... MR. MIRACLE?! BUT... THEY'RE MARRIED!

LET HIM GO! YOU'RE STRANGLING YOUR OWN HUSBAND!

H-HUSBAND--?

I-IT MATTERS NOT...

...ONLY THE WILL OF BRAINIAC MATTERS!

ONLY... ONE... CHANCE...!

NO... NO!! THIS CANNOT BE HAPPENING!

ARE YOU ALL RIGHT?

I... THINK SO.

SCOTT... WHAT--?

THIS YOUNG LADY JUST TOOK A BLAST FROM YOUR MEGA-ROD--

--AND LIVED! WHAT'S MORE, SHE SAVED MY LIFE... AND OUR MARRIAGE!

:SCRAWK: HOW COULD :SCRACK: DONE ANY OF :BZT:

FIRST, THE TELEPORT SCREENS ARE DENIED ME, AND NOW MY SURVEILLIANCE SCREENS ARE GOING DOWN!

THIS IS THE HANDIWORK OF DUBBILEX! IT CAN BE NO OTHER!

DO YOU THINK TO SO EASILY BLIND AND DEAFEN ME, FREAK? YOU WILL NOT STAY HIDDEN FROM ME FOREVER! I SWEAR...

...MY FORCES WILL HUNT YOU DOWN LIKE THE DOG YOU ARE!

I WISH I SHARED YOUR CONFIDENCE, MY FRIEND! CHOOSE YOUR WEAPON QUICKLY... MUCH REMAINS FOR US TO DO IF WE HOPE TO END THE THREAT OF--

IT IS GOOD TO HAVE AN AX IN HAND ONCE MORE! I FEEL CONFIDENT NOW THAT WE SHALL PREVAIL!

--AHHHK!

WHAT IS IT, DUBBILEX? WHAT IS WRONG?

WE MUST MAKE HASTE, DRAAGA. I CAN FEEL BRAINIAC'S RAGE GROWING...

"...AND I FEAR THAT HE IS BECOMING DESPERATE!"

HEAR ME, MY THRALLS...

...YOU SHALL HUNT DOWN MY ENEMIES--

--AND OBLITERATE THEM!!

"PANIC IN THE SKY" CONTINUES NEXT WEEK IN SUPERMAN: THE MAN OF STEEL #10'S FEAR-FRAUGHT TALE:

TIDAL WAVE!

RUN!

RUN!

IT WILL DESTROY US!

OVERSEER --STOP!

WHY ARE YOU RUNNING? WHAT ARE YOU RUNNING FROM?

LADY MAXIMA!

BRAINIAC'S HEADSHIP HAS TURNED AGAINST US AND ATTACKS THE POWER STATION!

I KNOW. IT HAS FALLEN INTO THE HANDS OF OUR ENEMIES...

...AND HAS DESTROYED WARWORLD'S TELEPORT CAPABILITIES! BRAINIAC IS FURIOUS...

...AND HAS ORDERED US TO END ITS DESTRUCTION.

LADY, IT IS TERRIBLE INDEED! HOW CAN WE HOPE TO STOP IT?

IF SUPERMAN ALONE ON EARTH COULD VANQUISH IT, EVEN TEMPORARILY...

...SURELY THE CREAM OF WARWORLD'S WARRIORS SHOULD FACE IT WITHOUT QUALM!

STOP--

SUPERMAN: THE MAN OF STEEL 10. April, 1992. Published monthly by DC Comics Inc., 1325 Avenue of the Americas, New York, NY 10019. POSTMASTER: Send address changes to SUPERMAN: THE MAN OF STEEL, DC Comics Subscriptions, P.O. Box 0528, Baldwin, NY 11510. Annual subscription rate $12.00. Canadian subscribers must add $8.00 for postage and GST. GST # is R125921072. All other foreign countries must add $12.00 for postage. U.S. funds only.
Copyright © 1992 DC Comics Inc. All Rights Reserved. All characters featured in this issue, the distinctive likenesses thereof, and all related indicia are trademarks of DC Comics Inc. The stories, characters and incidents mentioned in this magazine are entirely fictional.
Advertising Representative: Print Advertising Representatives, 355 Lexington Avenue, New York, NY 10017 (212) 949-6850. Printed in Canada.
DC Comics Inc. A Warner Bros. Inc. Company

G-6936

--OR YOU ANSWER TO ME!

WHO'S THAT--?

IT'S THE SHAPE-SHIFTER, MATRIX!

WHAT'S WITH THE COSTUME? DOES SHE THINK SHE'S SUPERMAN?

SHE CALLS HERSELF SUPER-GIRL... AND IN THAT SHAPE SHE HAS HIS POWER!

"BUT SHE IS STILL VULNERABLE TO TELE-PATHIC ASSAULT!"

UNGH! MY HEAD... FEELS LIKE... IT JUST... EXPLODED...

I HATED TO DO THAT... SHE SHOWED SUCH COURAGE AGAINST OVER-WHELMING ODDS.

I WOULD RATHER HAVE FACED HER OPENLY IN BATTLE. BUT BRAINIAC HAS LEFT ME LITTLE CHOICE.

HE HOLDS MY WORLD AS HOSTAGE FOR MY GOOD BEHAVIOR...

...THOUGH WITH HIS MENTAL POWERS HE COULD FORCE ME TO SERVE HIM IN ANY CASE...

"...AS HE ALREADY CONTROLS MANY OF EARTH'S HEROES WITH HIS MENTAL HELMETS!

"EVEN NOW, THEY ATTACK EARTH'S GREATEST HERO--SUPERMAN!

"BUT CAN THEY DESTROY HIM... AND OPEN THE WAY FOR BRAINIAC'S CON-QUEST OF EARTH?"

GREAT SCOTT!

LOUISE SIMONSON - STORY
JON BOGDANOVE * DENNIS JANKE
LAYOUTS FINISHES
BILL OAKLEY - LETTERING
GLENN WHITMORE - COLORING
DAN THORSLAND * MIKE CARLIN
ASST. EDITING EDITING
SUPERMAN created by JERRY SIEGEL & JOE SHUSTER

TIDAL WAVE!

BRAINIAC CONTROLS THESE HEROES THROUGH THOSE X-SHAPED ATTACHMENTS! THEY'RE NOT REALLY MY ENEMIES...

...NOT THAT YOU'D KNOW IT BY THE WAY THEY'RE ATTACKING ME!

I'VE GOT TO STOP THEM... WITHOUT HURTING THEM! BUT HOW--? SOME OF THEM AREN'T IN MY LEAGUE...

...BUT THEN AGAIN, SOME OF THEM ARE!

GUY GARDNER... GREEN LANTERN! LISTEN TO ME!

MY FISTS DO THE TALKING FOR ME!

WHAMM

HIS POWER RING PROJECTS ANY OBJECT HE WANTS IT TO.

GUESS IT'S... UGH... NOT GOING TO BE AS EASY... AS I THOUGHT!

I KNEW YOU WOULD HOLD BACK...

...AND THUS YOU HAVE SHACKLED YOURSELF MORE EFFECTIVELY THAN I COULD EVER HAVE RESTRAINED YOU!

BRAINIAC!

IT WILL TAKE ALL THESE HEROES TO PLACE YOU IN THRALL!

BUT WHEN I HAVE DESTROYED YOU, I WILL HAVE CUT OUT THE HEART OF MY OPPOSITION--

"--INCLUDING THOSE HEROES WHO STILL OPPOSE ME!"

DUBBILEX! METRON, HE CONTROLS YOUR CHAIR?! TRULY, IS SUCH A THING POSSIBLE?

I SENT THE CHAIR TO SUPERMAN, ORION, KNOWING HE WOULD UNDERSTAND ITS WARNING!

YOUR TELEPATHIC POWERS MUST BE VAST, INDEED, DUBBILEX, IF MY MOBIUS CHAIR OBEYS YOU!

MENTAL POWERS ARE GOOD IN THEIR PLACE, BUT IT IS DRAAGA'S MIGHT THAT WILL FREE YOU!

ØI=ΔØii※!

WHAT FOREIGN TONGUE IS THAT?

KRYPTONIAN, LIGHTRAY, A PREVIOUSLY AGREED-UPON CODE WORD..

...THAT TELEPATHICALLY INFORMS SUPERMAN THAT, WHILE HE AND OUR ALLIES KEPT BRAINIAC'S MIND FROM US--

...DRAAGA, MATRIX AND I HAVE SUCCESSFULLY DISRUPTED WARWORLD'S TECHNOLOGY AND FREED YOU--

I WOULD JOIN THIS BATTLE.

HURRY, THEN, DRAAGA. WHILE I USE THEIR MOTHER BOXES TO RESTORE THE NEW GODS!

PING PING PING PING PING PING PING PING

--AND THAT WE CAN NOW PROCEED.

NO! IN MY MIND'S EYE, I SEE IT! SUPERMAN IS ATTACKED...

...OVERWHELMED BY A FORCE OF OUR ALLIES WHOM BRAINIAC HAS ENTHRALLED!

DUBBILEX, IF ANY OTHERS ARE FREE OF BRAINIAC'S CONTROL, PERHAPS YOU WOULD WARN THEM, AS WELL?

A WISE SUGGESTION, MY FRIEND!

PING

"KILOWOG--?"

IT'S DUBBILEX, TIN! A FORCE OF OUR ALLIES, CONTROLLED BY BRAINIAC, ARE ATTACKING SUPERMAN!

IF S-S-SUPERMAN HADN'TA ;OUCH; HELPED US, B-B-BRAINIAC WOULD HAVE TAKEN US OVER, T-T-TOO!

GO ON, H-H-HELP ;OUCH; SUPERMAN!

US M-M-METAL MEN WILL JOIN YOU, T-T-TOO--

"--AS S-S-SOON AS WE'RE ABLE TO GET OUR HEADS S-S-SCREWED ON S-S-STRAIGHT!"

HOLY MOLEY, THESE GUYS ARE TOUGH!

BIFF

SHWAM

INDEED, THESE WARRIORS DO JUSTICE TO *WARWORLD'S* REPUTATION...

...BUT THEN, I SUSPECT THAT *WE* ARE AMONG THE MOST POWERFUL FOES THAT *THEY* HAVE FACED, AS WELL!

CAPTAIN MARVEL! INFINITY MAN!

SUPER-MAN'S IN TROUBLE!

AND WE ARE *DES-PERATELY* NEEDED ELSE-WHERE!

WE WILL SEE, MY FRIEND, WHO IS QUICKER TO COME TO HIS AID!

HEY, INFINITY MAN, WAIT! IT'S NOT A RACE!

NOT EVERYBODY CAN PHASE THROUGH FLOORS!

OH, WHAT THE HECK--

"-- NOT EVERYONE CAN FLY, EITHER!"

SCOTT FREE AND BIG BARDA! SO YOU ALSO HAVE EVADED BRAINIAC'S CONTROL!

BARDA HAD NEARLY SUCCUMBED TO HIS GIZMO WHEN SUPERGIRL INTERVENED!

YEAH, I'VE GOT A PERSONAL SCORE TO SETTLE WITH HIM!

SO LET'S BUST THE OTHERS FREE AND KICK BRAINIAC'S MANIACAL BUTT!

"SUPERMAN IS IN GRAVE DANGER! MAXIMA, YOU MUST FREE ME!"

NO NEED TO TELL *ME* HOW YOU *KNOW* THIS, SUPERGIRL! DUBBILEX'S MENTAL "*SHOUT*" IS SO LOUD, EVEN THE DEAD MUST HEAR!

BUT WHY SHOULD *I* CARE IF SUPERMAN IS IN *DANGER*?

IT IS *WHISPERED* THAT YOU ONCE *OFFERED* TO *MATE* WITH HIM.

THEN IT MUST ALSO BE "WHISPERED" THAT HE *REJECTED* ME! HE HAS EARNED MY *ENMITY!*

HAS HE? I ONCE HATED HIM AS WELL, BUT NOW...

NOW, I BELIEVE HE IS THE *BRAVEST*, MOST *HONORABLE* MAN ALIVE... SAVE FOR *DRAAGA*...

...WHILE *BRAINIAC* IS A *MADMAN* WHO DESTROYS ALL HE *TOUCHES!*

I HAVE SOUGHT TO *PROTECT* MY WORLD BY MAKING BRAINIAC *BELIEVE* I SERVE HIM WILLINGLY...

...SO THAT I REMAIN *FREE* AND ABLE TO ACT TO MY OWN ADVANTAGE, SHOULD THE OPPORTUNITY *ARISE*.

SO WHY NOT ACT *NOW*? *THINK!* IF SUPERMAN IS *DESTROYED*, HE COULD NEVER BE YOUR *LOVER!* BUT *ALIVE*...

...THERE IS ALWAYS THE *CHANCE*. CAN SHE BE *RIGHT*?

I HAVE CONSIDERED BRAINIAC AS A POTENTIAL MATE, AND FOUND HIM *MAD* AND *DANGEROUS!*

POWERFUL AS HE IS, I WOULD NOT *HAVE* HIM.

AND IF I CANNOT PROTECT MY WORLD THROUGH A *MARRIAGE ALLIANCE*, WHAT WILL I DO *NOW*?

PERHAPS MY WORLD... MY PEOPLE... WILL BE TRULY *SAFE*--

"--ONLY WHEN BRAINIAC IS UTTERLY DESTROYED!"

GOOD TO SEE YOU, KILOWOG!

THANKS TA DUBBILEX, THE GOOD GUYS'RE BEGINNIN' TA LIMP TA THE RESCUE!

KILOWOG, IT'S BOOSTER GOLD! WATCH OUT!

NICE OF THE OPPOSING TEAM TO WEAR THOSE FUNNY HATS!

KSRAM

SHRAM

ONLY WAY TO TELL THE TEAMS WITHOUT A SCORE CARD!

DOCTOR FATE, WATCH OUT!

OVERHEAD, SCOTT! LOOKS LIKE THE CAVALRY HAS FINALLY ARRIVED!

WITH ALL THE AID DUBBILEX HAS SENT YOU, THERE IS STILL A *FIGHT?*

NO PROBLEM, METRON!

ONE HELMET...

...COMING UP!

RRIIPP

WE'VE TRIED NOT TO DAMAGE *THESE* ENEMIES, ORION...

...SINCE THEY'LL JOIN *OUR* RANKS, ONCE THEY'RE FREED FROM *BRAINIAC'S* CONTROL!

A SAMPLE OF THE *HELMETS* WOULD BE USEFUL IN THE CONSTRUCTION OF A *JAMMING DEVICE!*

OOOHHHHH!

COME, *KILOWOG!* FROM WHAT DUBBILEX HAS TOLD ME, WE CAN USE *YOUR* EXPERTISE AS WELL! THIS SHOULD BE *CHILD'S PLAY!*

HA HA HA HA HA

I... I'VE NEVER HEARD METRON *LAUGH* BEFORE!

NOR HAVE I--

"--AND IT BODES ILL FOR THE ENEMIES OF EARTH!"

NO MORE WARWORLD WARRIORS HAVE ARRIVED HERE FOR A WHILE NOW.

MAYBE OUR ALLIES HAVE MANAGED TO DAMAGE THEIR TELEPORTATION CAPABILITIES!

HOPE SO... THESE GUYS ARE MORE THAN ENOUGH!

AND I ASK MYSELF--IF IT'S THIS BAD IN METROPOLIS, WHAT CAN IT BE LIKE UP THERE ON WARWORLD?

C'MON, DEAN, GET US CLOSER!

YOU GOT TELEPHOTO LENSES, OLSEN. USE 'EM...

GIDDDIK!!

SPAK

...'CAUSE THIS IS AS CLOSE AS WE GET!

BA-BOOM

WE'RE HIT!

MR. THORNTON AIN'T GONNA LIKE WHAT WE DID TO HIS *CHOPPER*, OLSEN!

I JUST HOPE YOU CAN :GLUB: *SWIM*!

SNAP

HOLD YOUR *BREATH*, MEN...

...I'LL HAVE YOU OUT OF HERE IN A *FLASH*!

THANKS, AQUAMAN!

JIMMY!

MISS LANE! WHAT'RE *YOU* DOIN' HERE? SILLY QUESTION. *STORY* OF THE *DECADE*...

AND *YOU*, JIMMY--?

OH, I'M WORKIN' FOR *COLIN THORNTON* NOW! JUST *FREELANCE*, BUT--

GEE, I JUST HOPE THIS CAMERA'S *WATERPROOF*!

LOOK, *PERRY WHITE'S* BACK IN CHARGE AT THE *PLANET*! I'LL TELL HIM YOU'RE AT *NEWSTIME*!

MAYBE HE CAN USE IT AS *LEVERAGE* TO HIRE YOU BACK--

"--IF THE EARTH *SURVIVES* BRAINIAC'S ASSAULT!"

SUPERGIRL, I WONDERED WHERE YOU WERE!

I... WORRIED.

I WAS MAXIMA'S *CAPTIVE*, DRAAGA...

...BUT SHE *FREED* ME!

I... ALMOST *REGRET* I HAVE VOWED TO FIGHT SUPERMAN TO THE DEATH WHEN THIS BATTLE IS OVER...

...FOR IT WILL MEAN A *DEATH* I NO LONGER *DESIRE*. I HAVE COME TO *ADMIRE* HIM... AND BESIDES...

...IF I KILL SUPERMAN, *SUPERGIRL* WILL HATE ME FOREVER.

AND IF *I* DIE, I WILL MISS A *UNION* WITH A BEING WHO IS *ALL* I COULD *DESIRE*.

YET... HONOR DEMANDS THAT I FULFILL MY VOW--

SHRAKT

AAGH!

WHAT A FOOL I AM... TO DIE LIKE THIS... DISTRACTED ... MOONING LIKE SOME LOVESICK SWAIN, WHILE--

DRAAGA, ARE YOU ALL RIGHT?

YOU... PROTECT MY BACK--?!

WITH MY LIFE!

WHATEVER HAPPENS, I MUST PROVE MYSELF WORTHY OF THE HONOR SHE HAS SHOWN ME!

AS I WILL PROTECT YOURS! FOR WHEN WE ARE TOGETHER--

--NONE CAN STAND AGAINST US!

I HAD ONCE THOUGHT TO LOOSE MY DOOMSDAY WEAPON UPON THE EARTH--

TOK

I SEE THAT METRON HAS NEARLY COMPLETED HIS TELEPATHIC NULLIFIER. EARTH'S HEROES MUST BE FURTHER DISTRACTED...

...IF POSSIBLE, DESTROYED... WHILE WARWORLD GLIDES INTO POSITION...

...AND MY MASTER PLAN FOR CONQUEST IS REVEALED!

"... BUT NOW I HAVE A *BETTER* PLAN!"

WARWORLD'S WARRIORS GREATLY *FEAR* OUR COMBINED MIGHT!

UNLESS... DRAAGA, CAN THIS BE SOME NEW *TRICK* OF BRAINIAC'S?

IT *IS!* I FEEL IT! BUT WHAT NEW *HORROR* HAS HE IN STORE FOR US?

AN *ORGANIC* CONSTRUCT--?!

POWERED BY AN *ANTI-MATTER GENERATOR!* I RECOGNIZE THE *ENERGY PATTERN!*

I... FACED A SIMILAR WEAPON ONCE *BEFORE!*

FALL BACK, PEOPLE! ON THE *DOUBLE!* IT'S REVVING UP TO *FIRE!*

ANTI-MATTER'S ROLLING TOWARD THE BULKHEAD!

BUT-- WHAT CAN BRAINIAC HOPE TO GAIN BY DESTROYING HIS OWN WORLD?

HE FEARS OUR COMBINED POWER. TO INSURE WE HAVE NO TIME TO FREE OUR COMRADES...

...HE WILL TAKE THIS CALCULATED RISK...

"...AND SACRIFICE A PORTION OF HIS STRENGTH TO INSURE OUR UTTER DESTRUCTION!"

BWAKATHOOM!

YOU MISSED, BRAINIAC! AND YOU'RE JUST CRAZY ENOUGH TO TRY AGAIN, AREN'T YOU?

THERE ARE PEOPLE UP THERE, MONSTER! CITIES! THOUSANDS OF LIVES... DESTROYED ...THROUGH YOUR MADNESS!

I KNOW YOU'RE SPYING ON US, BRAINIAC... WATCHING US! SO WATCH THIS!

WE'LL DESTROY YOUR WEAPON OF DEATH... AND THE ONLY LIFE THAT ENDS WILL BE YOUR OWN!

SUPERGIRL, WHAT WILL YOU *DO*?

I'LL CHANGE MY SHAPE TO *PLUG* THIS MECHANISM WITH MY OWN *BODY*!

CREATE A *POWER BUILDUP*... A *FEEDBACK*... SO *POWERFUL* THAT IT WILL *DESTROY* THAT MONSTER IN HIS LAIR!

BUT... IN DOING SO YOU WILL *DIE*... AND I HAVE VOWED TO PROTECT YOUR *LIFE* WITH MY *OWN*...

...AS I HAVE FOOLISHLY VOWED SUPERMAN'S *DEATH* OR MY OWN! SO LET *ONE ACT* NOW REDEEM *BOTH VOWS*...

...FOR IF I MUST DIE, I WOULD *SPEND* MY LIFE...

...TO FURTHER A GOOD CAUSE!

DRAAGA! NO! *NOOOOO!*

HE DISRUPTED THE ROBOT'S ATTACK! HE BOUGHT US TIME TO COMPLETE THE DISRUPTOR!

AND A CHANCE TO DESTROY THE ROBOT WITHOUT FURTHER LOSS OF LIVES!

BUT IT'S NEARING PROMPT CRITICAL... AND OUR DESTRUCTION IS INSURED UNLESS WE ACT NOW!

DUBBILEX, FOCUS YOUR TELEPATHIC POWERS THROUGH THE AMPLIFIER TO NEGATE BRAINIAC'S CONTROL OVER OUR ALLIES!

IT IS DONE!

FREE! WE'RE FREE!

THANK HEAVEN! BUT... WHAT NOW?

SUPERMAN...?

THOSE OF YOU WHO HAVE THE POWER, FOCUS YOUR ENERGIES--

--THERE, WHERE THE ROBOT STRUCK... WHERE NO ONE IS LEFT ALIVE.

RIP A MASSIVE HOLE THROUGH WARWORLD'S CRUST --AND BEYOND!

KRAK-OUM!

"NOW, KILOWOG AND GUY GARDNER -- TAKE YOUR POWER RINGS...

"...AND SHIFT THE ANTIMATTER ROBOT BEYOND WARWORLD'S ATMOSPHERE AND INTO SPACE!"

BA-THOOM!

WOULD THAT I COULD RESTORE HIS *LIFE* EVEN AS I RESTORE THE ATOMS OF HIS BODY...

LIKE ALL OF US, DRAAGA WANTED TO MAKE HIS *LIFE*... AND *DEATH*... COUNT FOR SOMETHING. HIS *SACRIFICE* WAS NOT IN VAIN!

THOUGH THE UNIVERSE WILL BE A *DARKER* PLACE WITHOUT HIS PRESENCE.

SUCH *NOBILITY*... SUCH HONOR AND *HEROISM*! THESE ARE WORTHY ALLIES! I MUST *SPEAK*... AND YET...

...WHAT RIGHT HAVE I TO INTRUDE UPON THEIR *GRIEF*?

KNOW *THIS*, ALL OF YOU! IN THE UPCOMING *BATTLE*...

...I WILL FIGHT IN THE *GUISE* OF *DRAAGA*... THE MOST NOBLE BEING I HAVE EVER KNOWN!

AND THE *AGONY* AND *PAIN* I ENDURE TO TAKE HIS FORM SHALL BE *NOTHING* IN RELATION TO THE *GLORY* I WILL BRING TO THE NAME *DRAAGA*...

...WHO RANSOMED OUR LIVES WITH HIS *OWN*.

I WOULD *JOIN* YOU IN THIS FINAL BATTLE... IF YOU WILL *HAVE* ME!

ONCE... I SERVED BRAINIAC AS A *HOSTAGE*, TO INSURE THE PRESERVATION OF MY WORLD...

...BUT I WILL DO SO NO *LONGER!*

IT'S *MAXIMA!*

SHE'S PROBABLY *BRAIN-DEAD'S* NEW *UN-SECRET WEAPON!*

LET'S *KILL* HER FIRST AN' ASK *QUESTIONS* LATER!

NO! SHE *FREED* ME EARLIER! I SAY WE *LISTEN!* MAXIMA... WHY THIS CHANGE OF HEART?

WHY?! BRAINIAC HAS JUST SHOWN HE CARES *NOTHING* FOR THE PEOPLE HE PURPORTS TO *RULE*...

...AND IF HE THREATENS *WARWORLD* IN THIS FASHION, WHAT MIGHT HE DO TO *ALMERAC*... BE I HIS HOSTAGE OR NOT!

MY PEOPLE HAVE EVER BEEN *WARRIORS!* THEN LET THEM *DIE* LIKE WARRIORS IF THEY MUST...

...AS WILL *I*... IN *BATTLE* WITH *BRAINIAC*... TO HIS DEATH OR MY *OWN!*

HOW *NOBLE!* AND HOW... *FUTILE.* THEY ACTED *QUICKLY*... BUT NOT QUICKLY *ENOUGH!*

THE *ORBIT* HAS BEEN ACHIEVED AND THE PROCESS HAS BEEN *ACTIVATED* BY WHICH I WILL *SHRINK* EARTH'S CITIES...

...FIRST *METROPOLIS*... AND THEN THE *OTHERS.* AND THEN... I WILL *CRUSH* THOSE CITIES BENEATH MY HEEL!

I WONDER... HOW MANY CITIES WILL I DESTROY BEFORE EARTH'S HEROES *BEG* ME TO ACCEPT THEIR *SURRENDER?*

NEXT WEEK: SUPERMAN #66! BE THERE FOR "OUR ARMY AT WAR!"

THERE ARE TOO MANY OF THEM! WE'RE *LOSING!*

NO!

NEVER *EVER* GIVE IN TO *DEFEAT!*

WE CAN'T LET *WARWORLD* ESTABLISH A FOOTING ON EARTH!

HOW WE GONNA STOP 'EM, BATS? THEY GOT ENOUGH OF THESE GRUNTS TO PUSH US ALL THE WAY TO KANSAS!

SUPERMAN 66, April, 1992. Published monthly by DC Comics Inc., 1325 Avenue of the Americas, New York, NY 10019. POSTMASTER: Send address changes to SUPERMAN, DC Comics Subscriptions, P.O. Box 0528, Baldwin, NY 11510. Annual subscription rate $12.00. Canadian subscribers must add $8.00 for postage and GST. GST # is R125921072. All other foreign countries must add $12.00 for postage. U.S. funds only. Copyright © 1992 DC Comics Inc. All Rights Reserved. All characters featured in this issue, the distinctive likenesses thereof, and all related indicia are trademarks of DC Comics Inc. The stories, characters and incidents mentioned in this magazine are entirely fictional. Advertising Representative: Print Advertising Representatives, 355 Lexington Avenue, New York, NY 10017 (212) 949-6850. Printed in Canada.
DC Comics Inc. A Warner Bros. Inc. Company

6-7388

Our ARMY at WAR

SUPERMAN
Created by
JERRY SIEGEL & JOE SHUSTER

art and story	finished art	letters	colors	asst. editor	editor
DAN JURGENS	BRETT BREEDING	JOHN COSTANZA	GLENN WHITMORE	DAN THORSLAND	MIKE CARLIN

WE DO THE ONLY THING WE CAN, BEETLE! WE PUSH *BACK!*

THIS IS MY HOME TOWN, MAN! IF THESE GUYS ARE GONNA TAKE METROPOLIS--

--THEY'LL HAVE TO GO OVER ME TO DO IT!

LOOKS TO ME LIKE THEY PLAN TO DO JUST THAT, GANGBUSTER!

UNBELIEVABLE! I'VE NEVER SEEN SUCH COURAGE!

NO KIDDIN', MR. THORNTON! A HANDFUL OF HEROES IS MANAGING TO HOLD OFF AN ENTIRE REGIMENT!

DOESN'T LOOK LIKE THEY'LL BE ABLE TO KEEP UP THE PACE MUCH LONGER THOUGH, MATE!

FISTS CAN'T COMPETE WITH THE WEAPONRY THOSE ALIENS ARE PACKING!

IF WE CAN GET THIS *DISPERSAL CANNON* OPERATIONAL, WE MIGHT GIVE OUR BOYS A MUCH NEEDED ASSIST!

GOOD LUCK, PROFESSOR HAMILTON! IF EVER METROPOLIS NEEDED THE DAZZLING INTELLECTS YOU AND LUTHOR POSSESS--

--IT'S TODAY!

SURE WISH I COULD CONTRIBUTE SOMETHING MORE THAN PICTURES!

THERE IS, JIMMY! PRAY!

THE WIRING IS COMPLETE! WE'RE READY TO FIRE, MATE!

WHAT? AREN'T YOU EVEN GOING TO TEST IT FIRST?

WE HAVEN'T THE TIME! OKAY, LUTHOR! THE BATTERIES ARE UP TO FULL STRENGTH!

LET HER RIP!

SPEEE

"--UP ON WARWORLD!"

MAXIMA ASKS NO ONE'S FORGIVENESS--

--NOR DOES SHE DEIGN TO BEG FOR *MERCY!*

BUT, HAVING WITNESSED THE EVIL OF BRAINIAC--

--MAXIMA NOW PLEDGES WITH ALL HER HONOR--

--TO STAND BESIDE YOU IN THE ULTIMATE BATTLE AGAINST WARWORLD'S MIGHT!

WELL? HOW ABOUT IT? WE CAN USE HER MUSCLE!

HOLD ON, DRAA--UH, MATRIX OR SUPERGIRL OR WHOEVER YOU ARE!

SUPERMAN KNOWS HER BEST! THIS IS DEFINITELY HIS *CALL!*

THE ANSWER IS ABSOLUTELY *NO!*

THERE IS *NO WAY* WE CAN TRUST YOU, MAXIMA!

YOU'VE BEEN NOTHING BUT TROUBLE SINCE I'VE KNOWN YOU!

YOUR RELISH FOR POWER OBSCURES YOUR MORALS, LADY! WE CANNOT USE YOU!

AGREED! TAKE A LOOK AT THIS, GIRLY!

THIS HERE CASKET HOLDS THE BODY OF A REAL HERO--

--DRAAGA!

MAXIMA NEEDS NO LESSON IN HEROISM FROM THE LIKES OF YOU!

WRONG, POOZER! YOU THINK YOU CAN STRUT AROUND BLOWIN' *HOT* ONE SECOND AND *COLD* THE NEXT, LIKE THIS IS SOME *GAME*?

DRAAGA WAS GOOD TO THE CORE AND HE *PROVED IT!*

HE PROVED IT BY SACRIFICIN' HISSELF! WOULD YOU DO THE SAME?

I SAY SHE WOULDN'T! SHE HAS YET TO EXHIBIT ONE IOTA OF COMPASSION!

ENOUGH! BLASPHEMOUS MISCREANTS! NO ONE--NOT EVEN AN EARTH PRINCESS--

--CAN SPEAK TO MAXIMA, RULER OF ALMERAC, WITH SUCH IMPUDENCE!

COOL IT! WE HAVE A MORE IMPORTANT AGENDA!

CAN YOUR X-RAY VISION ESTABLISH A LAYOUT OF THIS PLACE, SUPERMAN?

ALREADY STARTED, DEATHSTROKE!

LOOKS LIKE THERE ARE THREE MAIN ACCESS CORRIDORS THAT LEAD TO BRAINIAC!

NEAR AS I CAN TELL, HE'S SITTING RIGHT IN WARWORLD'S CENTER!

I SUGGEST WE BREAK INTO THREE GROUPS AND BLITZ HIM FROM ALL SIDES!

BRAINIAC MAY BE GOOD, BUT EVEN HE CAN'T SURVIVE SUCH A POWERFUL ONSLAUGHT!

GOOD PLAN, AGENT LIBERTY! SUPERMAN, METRON AND MYSELF WILL EACH HEAD ATTACK SQUADS!

MAXIMA WILL ACCOMPANY YOU AND SINGLE-HANDEDLY DEFEAT THAT PIG, BRAINIAC!

YOU'VE OBVIOUSLY MISSED THE POINT, MAXIMA...

YOU ARE STAYING *PUT!*

METAL MEN, YOU'LL BE IN CHARGE OF GUARDING HER! DON'T LET HER BUDGE! AND IF SHE SHOULD, GARDNER--

--DO *WHATEVER* IS NECESSARY TO STOP HER! IF YOU HAVE TO BE RUTHLESS, SO BE IT!

AWRIGHT! C'MON, SPACE CHICK! GIMME A TRY!

G-G-GEE, MR. GARDNER! S-S-SOUNDS LIKE YOU AL-ALMOST WANT HER TO GET FREE!

YER A QUICK STUDY, RUST BUCKET!

THIS IS IT, EVERYBODY! IF WE CAN'T MAKE IT WORK THIS TIME--

--EARTH IS *DONE FOR!*

PRESS THE ATTACK! NO MATTER WHAT HAPPENS, NO MATTER WHO SHOULD FALL--

--DON'T LET UP!

THOUGH WE CLOSE QUICKLY ON BRAINIAC WE MUST HASTEN OUR PACE LEST HE HAVE A CHANCE TO ACTIVATE *DEFENSES!*

LET US PRAY THAT OUR ADVANCE MAN IS MOVING FAST ENOUGH--

SHOOOOM!

"--TO PENETRATE BRAINIAC'S DEFENSES--

"--AND STRIKE THE FIRST BLOW BEFORE WE ARRIVE!"

AH, DEAR, DEAR, WONDER WOMAN, DO YOU NOT REALIZE THAT CONNECTED TO WARWORLD AS I AM--

--ITS VERY WALLS BECOME MY EYES AND EARS?

--ARE INSTANTLY KNOWN TO ME?

DO YOU HONESTLY THINK ME INCAPABLE--

--OF ENLISTING WARWORLD'S GREAT RESOURCES IN DEFENDING MYSELF?

YAAAGH!

ANY PLANS YOU CONCOCT--

THERE HE IS! JUST PERCHED THERE LIKE A SITTIN' DUCK!

STILL, YOU AND YOUR COMRADES HAVE DIVERTED MY ATTENTION LONG ENOUGH.

IT IS TIME FOR YOUR INTERVENTIONS TO CEASE.

LET WARWORLDS MOST UNSTOPPABLE WEAPON OF ALL BE UNLEASHED AT LAST--

"ME!"

YEEARRGH!

WHU-WHAT IS IT?

NO! WE'RE SO CLOSE!

HURTS -- TOO MUCH! GOTTA PULL BACK!

IT'S GETTING WORSE!

BY HIGHFATHER'S STAFF! EVEN DARKSEID IS INCAPABLE OF INFLICTING SUCH PAIN!

MY HEAD! FEELS LIKE IT'S ON FIRE!

THIS GOES *BEYOND* PAINFUL!

IT'S *LETHAL!*

WE *MUST* WITHDRAW BEFORE IT KILLS US ALL!

IT'S FOLLOWING US--IT'S EVERYWHERE! WE CAN'T ESCAPE IT!

PUSH ON, METAMORPHO!

WE HAVE TO FIND SAFETY BEFORE IT'S TOO LATE!

THIS--*RADIATION!* IT--IT'S EATING US ALIVE!

NOT--RADIATION! RADIATION CAN'T--HURT ME!

AND THIS--THIS *DOES!* *BIG TIME!*

"HOW RIGHT YOU ARE, YOUNG GAND."

RADIATION IS CHILD'S PLAY COMPARED TO WHAT YOU PEOPLE HAVE JUST EXPERI-ENCED.

I'VE USED WARWORLD'S POWERFUL AUGMENTATION SYSTEM TO MAGNIFY MY POWERS A THOUSAND-FOLD!

MY PSYCHIC ASSAULT NOW GOES BEYOND MEASURE. IT IS EASILY CAPABLE OF KILLING EVEN A DAXAMITE.

I'VE USED IT TO FORM AN IMPENETRABLE SHIELD AROUND MY POSITION. NO ONE--

--NO LIVING THING--

--CAN POSSIBLY PENETRATE IT.

"AS FOR THE HUNDREDS OF THOUSANDS WHO WERE ACCIDENTALLY CAUGHT IN ITS KILLING SPHERE--

"--THEIR PLIGHT IS OF LITTLE CONCERN TO ME.

"MY ONLY CONCERN IS EARTH--

"--AND ITS TOTAL CONQUEST!

"THE GREATEST WEAPONS SYSTEM EVER BUILT NOW ANSWERS TO MY VERY WHIMS!

"LET THE UNIVERSE TREMBLE IN THE SHADOW OF BRAINIAC!"

AND NOW--

--LET IT BEGIN.

LOOK UP TO THE SKIES, METROPOLIS. ACKNOWLEDGE YOUR MASTER--

--AND YOUR FATE.

GOOD GOLLY, LEX! I THINK OUR SITUATION JUST GOT A WHOLE HECK OF A LOT WORSE!

INDEED, MATE! THOSE BLEEDIN' *DISCS* COULD ONLY HAVE BEEN SENT HERE BY WARWORLD!

LOOKS LIKE BRAINIAC IS RAISIN' THE CURTAIN ON THE FINAL ACT!

WE'RE ABOUT TO FIND OUT WHAT HE WANTS FROM US AT LAST!

WHY, I'D JUST ASSUMED THAT HE WAS OUT TO DESTROY EARTH!

LEXCORP

PERHAPS, PROFESSOR HAMILTON! BUT DON'T YOU THINK HE'D LIKE TO MILK US FOR ALL WE'RE WORTH FIRST?

YOU MEAN HE WANTS TO PILLAGE OUR NATURAL RESOURCES, LEX?

COULD BE, MATE! EVERY CONQUEROR WANTS 'IS BOOTY!

THOSE DISCS ARE LAYING OUT SOME KIND OF *ENERGY GRID*, BATMAN!

SEEMS AS THOUGH THEY'RE POWERING UP FOR THE LAST ASSAULT!

WE'VE DONE OUR PART ON THE GROUND! LET'S JUST HOPE--

"-- THAT THE BEETLE HAS ENOUGH TIME TO BRING THOSE DISCS DOWN!"

CAREFUL NOT TO NUDGE THOSE THINGS, BEETLE! FOR ALL WE KNOW THEY'RE MINES!

UNLIKELY, GANGBUSTER! EACH OF THESE DISCS REPRESENTS A LINK IN A DEADLY CHAIN!

A CHAIN WE'RE ABOUT TO SEVER!

KEEP THIS RIG STABILIZED, BEETLE! THORN NEEDS THE BEST CHANCE POSSIBLE WITH YOUR LASER RIFLE!

NOTHING. NO EFFECT.

HE'S GOT US IN A VISE, GANG!

BRAINIAC'S GONNA WIN!

NO! I WON'T ACCEPT THAT!

WHAT DO WE DO? OUR BIG GUNS ARE ALL UP ON WARWORLD!

YEAH, AND IF HE'S MANAGED TO GET THIS FAR--

"--BRAINIAC MUST HAVE THEM ON THE RUN!"

ALL RIGHT, PEOPLE, WE'RE MILES FROM THE COMMAND CENTER. WHAT'S OUR STATUS?

NOT GOOD, SUPERMAN. THE LESS POWERFUL MEMBERS OF OUR GROUP ARE IN A BAD WAY. I FEAR SOME NEED FOR HOSPITALIZATION.

DO WHAT YOU CAN FOR THEM, WONDER WOMAN.

OF COURSE. BUT NOW BRAINIAC IS MORE DANGEROUS THAN EVER!

WELL...

I SAY WE ATTACK AGAIN! I CAN GET THROUGH! I *KNOW* I CAN!

NO, LAR GAND! THE REST OF US WOULD PERISH IN AN ATTACK--

--AND YOU WOULD BE IN NO CONDITION TO BATTLE BRAINIAC IF YOU *DID* GET TO HIM!

WAIT.

I AM GETTING TELEPATHIC IMAGES FROM BRAINIAC. HE HAS INITIATED HIS ULTIMATE PLAN--

--TO *REDUCE* METROPOLIS TO TABLE-TOP SIZE!

SHRINK METROPOLIS?! THAT'S ENOUGH *TALK!*

NOT YET, YOU YOUNG FOOL!

MAYBE LAR GAND IS RIGHT. I'M AFRAID OUR ONLY CHANCE TO GET BRAINIAC MAY BE TO STORM HIM WITH EVERY-THING WE HAVE LEFT--

--EVEN IF IT'S A *SUICIDE MISSION!*

WE HAVEN'T HEARD ANYTHING. SUPERMAN'S TEAM HAS OBVIOUSLY FAILED.

N-NO! YOU'RE WR-*WRONG!*

QUIET, SHRIMP! SOMETHING TELLS ME THE LADY IS RIGHT!

THEN YOU WILL AGREE THAT IT IS NOW *OUR* RESPONSIBILITY TO *DEFEAT* BRAINIAC.

FREE ME TO HELP YOU AND I SHALL SEE TO WARWORLD'S *DESTRUCTION!*

N-NO! S-SUPERMAN WOULDN'T LIKE TH-THAT AT ALL!

THE LUNCH PAIL HAS A POINT, SPACE CHICK. SUPES FIGURES YOU'RE NOT TO BE TRUSTED SO YOU'RE STAYING PUT!

I'M SURPRISED, GUY GARDNER. YOU LET SUPERMAN COMMAND YOU AS HE DOES THESE SIMPLE MACHINES?

RIGHT BUTTON...FIRST TIME! OKAY, YOU'RE ON. I SAY *WE* KICK BRAINIAC'S BUTT.

BUT *YOU* MAKE ONE MOVE TO HELP HIM, RED--

"--AND I'LL FEED YOUR BUTT TO BRAINIAC!"

EXCELLENT. THOSE SO-CALLED HEROES ARE UNABLE TO REACH ME--

--AND METROPOLIS WILL SOON BE MINE! MY REVENGE AGAINST SUPERMAN WILL BE--

KRKKT

NOISES? IN THE ADJOINING CHAMBER?

"WHAT COULD POSSIBLY BE THE CAUSE?"

CAN'T GET ANY CLOSER! EVEN THROUGH MY SHIELD--

--I CAN FEEL BRAINIAC'S WEAPONS RIPPIN' AWAY AT ME!

ALL I CAN DO--

--IS POWER RING A BEAM DEEP INTO WARWORLD'S GUTS--

"--TO HELP OPEN A HOLE FOR THE METAL MEN!"

A TANK BURSTING THROUGH MY SCREENS?

IMPOSSIBLE!

SKASSH!

NOT AT ALL, BRAINIAC.

THE METAL MEN ARE ROBOTS. THEY FORMED A PROTECTIVE SHIELD AROUND MAXIMA'S OWN PSYCHIC DEFENSE BUBBLE--

--AND MANAGED TO SURVIVE AND PIERCE THROUGH TO YOUR CHAMBERS OF *DEATH!*

PROVE YOUR CLAIMS.

AAAA

GLADLY, WOMAN!

UHN... METAL MEN LOOK DONE FOR! GOTTA... DO SOMETHING--

--TO GIVE US THE EDGE!

IT WILL DO YOU LITTLE GOOD, MAXIMA! EVEN YOUR VAUNTED PSIONIC POWERS--

-- CAN'T BEAT THE *COMBINATION* OF BRAINIAC *AND* WARWORLD!

THE DISCS HAVE COMPLETED THEIR ENERGY GRID! WHATEVER THE BIG EVENT IS--

IT'S ABOUT TO HAPPEN SOON!

THESE LASERS AREN'T HAVING ANY EFFECT! WHAT CAN THOSE DISCS POSSIBLY BE MADE OF?

WHO KNOWS? IF LUTHOR CAN'T RIG UP SOMETHING THAT CAN BLOW 'EM OUT OF THE SKY--

--THEN NO ONE CAN! AT LEAST THESE ANTIGRAV SLEDS OF HIS WORK!

MANEUVER US IN AS CLOSE AS POSSIBLE, NIGHTWING.

I DON'T EXPECT IT TO HELP BUT WE HAVE TO TRY!

I'M TELLIN' YOU, MATE--THIS DOESN'T LOOK GOOD AT ALL!

THESE LASER RIFLES ARE THE MOST ADVANCED WEAPON LEXCORP HAS EVER DEVISED AND THEY'RE AS USEFUL AS BOOMERANGS!

THEN WE'LL HAVE TO TRY RAMMING THEM, LUTHOR! IF WE DON'T--

"--BRAINIAC WILL SURELY CLAIM VICTORY!"

AHH, POOR, DELUDED MAXIMA. YOU COULD HAVE RULED THE UNIVERSE AT MY SIDE--

NO! MAXIMA... HAS *NEVER*... BOWED TO ANYONE...

--BUT, NO. YOU HAD TO USE YOUR PSIONIC POWERS TO HELP THE *ENEMY!*

SUCH A SHAME.

NERVES ARE STILL JANGLING FROM THAT BLAST--

--BUT I'VE GOTTA DO *SOMETHING!* THIS SHARD OF GLASS--

--PROBABLY OUR LAST CHANCE!

SHRIIP!

MY *CONNECTOR CABLES!* I'M NO LONGER TIED INTO *WARWORLD!*

I *MUST* RECONNECT! WITHOUT ITS VAST POWER--

YOU ARE AS GOOD AS DEAD, BRAINIAC!

DIE!

DIE WITH THE SAME PAIN AND TORTURE YOU INFLICTED ON ALMERAC!

ARRGH! NO MATTER WHAT YOU DO--

"--METROPOLIS WILL STILL BE MINE!"

THIS IS IT, LUTHOR! THE POWER--THE RAW ENERGY COMING FROM WARWORLD--IT'S TOO MUCH FOR US!

I FEAR YOU'RE RIGHT, MATE!

DESPITE EVERY BLOODY THING WE'VE DONE--

--METROPOLIS IS DOOMED!

MAYBE NOT! LOOK OVER THERE! THEY'VE FINALLY COME, LEX!

THE MOST POWERFUL BEINGS IN THE UNIVERSE ARE HERE TO FIGHT WITH US!

HOLY MOLEY! IT TAKES MY MIGHTIEST PUNCH TO DESTROY THESE DISCS!

YEAH, AND NOT TOO MANY PEOPLE CAN CRANK IT UP LIKE YOU CAN, CAPTAIN MARVEL!

THIS IS *GREAT!* I'VE BEEN ITCHING TO DO SOME BIG-TIME DAMAGE!

LET'S JUST HOPE THEY'RE AS SUCCESSFUL--

"--BACK WHERE THE *REAL* ACTION IS!"

DO YOU FEEL IT SLIPPING AWAY, BRAINIAC?

NOT ONLY YOUR HOLD ON WARWORLD--

--BUT YOUR LIFE AS WELL.

Y-YOU TRAITOROUS--

TO BETRAY ONE MUST PLEDGE ALLEGIANCE, AND MAXIMA--

--PLEDGES ALLEGIANCE TO NONE SAVE HERSELF.

HHN! HHN! I-- STILL--

--CLAIM-- VICTORY!

NO. YOU WILL CLAIM ONLY--

--DEATH.

KKK--K-K...

STOP IT! YOU'RE KILLING HIM!

SO? IS THAT NOT THE IDEA?

NO! THE IDEA IS TO TURN WARWORLD BACK!

IF WE KILL WITHOUT REGRET WE'RE NO BETTER THAN BRAINIAC!

AM I TOO LATE? IS HE DYING?

NO. CONSIDER HIM LOBOTOMIZED. IN ANY CASE, THAT WHICH CONSTITUTED BRAINIAC, HIS VERY MIND--

--IS GONE FOREVER.

WOW, WE DID IT? WE *WON?*

YEAH, WE DID. IT TOOK A LOT OF GOOD PEOPLE AND A LOT OF SACRIFICE--

--BUT WE WON.

OF COURSE. YOU ARE A NATURAL LEADER, SUPERMAN.

"I'VE NEVER THOUGHT OF MYSELF THAT WAY, MAXIMA, BUT YOU MIGHT BE RIGHT.

"STILL...THE IMPORTANT THING--

"--IS THAT BRAINIAC WON'T EVER HURT US AGAIN!"

THE END?

PANIC IN THE SKY EPILOGUE:

HAIL THE CONQUERING HEROES

TOM GRUMMETT - PENCILLER
DOUG HAZLEWOOD - INKER
JERRY ORDWAY - WRITER
GLENN WHITMORE - COLORIST
ALBERT DE GUZMAN - LETTERER
DAN THORSLAND - ASST EDITOR
MIKE CARLIN - BENEVOLENT LEADER

"SUPERMAN" CREATED BY
JERRY SIEGEL AND
JOE SHUSTER

IT *ENDS* AT LAST FOR BRAINIAC -- HIS VAUNTED MENTAL ABILITIES HAVE COMPLETELY SHUT DOWN.

I *STILL* DON'T SEE *WHY* I'VE GOTTA HOLD MAXIMA BACK -- SHE *SHOULD* FINISH WHAT SHE STARTED.

QUESTION IS -- WHAT DO WE DO WITH HIM?

HE DESERVES DEATH!

I DETECT ONLY *FAINT* BRAINWAVE ACTIVITY.

ADVENTURES OF SUPERMAN 489, April, 1992. Published monthly by DC Comics Inc., 1325 Avenue of the Americas, New York, NY 10019. POSTMASTER: Send address changes to ADVENTURES OF SUPERMAN, DC Comics Subscriptions, P.O. Box 0528, Baldwin, NY 11510. Annual subscription rate $12.00. Canadian subscribers must add $8.00 for postage and GST. GST # is R125921072. All other foreign countries must add $12.00 for postage. U.S. funds only. Copyright © 1992 DC Comics Inc. All Rights Reserved. All characters featured in this issue, the distinctive likenesses thereof, and all related indicia are trademarks of DC Comics Inc. The stories, characters and incidents mentioned in this magazine are entirely fictional. Advertising Representative: Print Advertising Representatives, 355 Lexington Avenue, New York, NY 10017 (212) 949-6850. Printed in Canada.
DC Comics Inc. A Warner Bros. Inc. Company

G-7469

HE COULD BE FAKING BEING BRAIN-DEAD! MAXIE'S RIGHT!

IS THIS GREEN LANTERN THE ONLY ONE OF YOU WHO KNOWS WHAT JUSTICE MUST BE DONE?

HE KILLED ONE OF YOUR OWN DEFENDERS--THE WARRIOR DRAAGA!

I KNOW THAT, MAXIMA.

ALLOW ME TO TAKE BRAINIAC WHERE HE CAN DO NO HARM TO LESSER BEINGS--NEW GENESIS.

THE HOME OF THE NEW GODS, METRON? THAT MAY MERIT--

HE DESTROYED ALMERAC--MY WORLD--MY PEOPLE! HE DESERVES NO MERCY!

METRON MUST AGREE TO IMPRISON BRAINIAC, OR--

THAT WOULD MAKE HIM EASIER TO STUDY WOULDN'T IT, METRON?

IN YOUR EVERLASTING QUEST FOR KNOWLEDGE, BRAINIAC HAS MUCH TO OFFER, EVEN IN A FEEBLE STATE.

DO-DO NOT PUSH--

THIS "OVERSEER" IS ONE OF THE ENGINEERS WHO OPERATE WARWORLD, SUPERMAN.

ALREADY HIS CREWS ARE REPAIRING THE DAMAGE THAT WAS DONE--HE CLAIMS WAR-WORLD IS EIGHTY-PERCENT FUNCTIONAL.

WHAT OF THE CITIZENS? DO THEY WANT THIS WAR TO GO ON?

NEWS OF BRAINIAC'S DEFEAT HAS SPREAD LIKE WILDFIRE THROUGH THIS ARTIFICIAL SATELLITE'S POPULATION.

THEY BEAR NO ILL WILL TOWARD EARTH OR ITS PEOPLE.

THEN WE'RE DONE *FIGHTING*, AND READY FOR NEGOTIATING TERMS OF SURRENDER!

FIRST THINGS FIRST-- WE CAN'T HAVE WARWORLD FLOATING AROUND IN EARTH'S SOLAR SYSTEM!

THE NULL GRAVITATION GENERATORS *ARE* FUNCTIONAL...

WE WILL *RETURN* TO THE PLANETARY SYSTEM WE OCCUPIED BEFORE BRAINIAC'S LEADERSHIP.

YOU OVERSEERS ARE INCAPABLE OF GOVERNING WARWORLD DIRECTLY. *WHO* SHALL BE RECOGNIZED AS THE RIGHTFUL *RULER*?

THE LIKES OF YOU, MAXIMA, WOULD OFFER THE CITIZENS LITTLE CHANGE FROM BRAINIAC'S IRON HAND!

I, ORION, STAND FORTH TO OFFER *MY* SERVICES, UNTIL A SUITABLE LEADER EMERGES FROM AMONG THE POPULACE.

I, LIGHTRAY, ALSO WISH TO REMAIN.

AND I, THE FLASH, WISH TO FIND A BIG BELLY BURGER JOINT --I'M *STARVED*!

PERHAPS *THIS* TIME AROUND, YOU COULD FIND A LESS POWER-THIRSTY INDIVIDUAL TO PERMANENTLY HELM THIS SATELLITE?

THESE CITIZENS OF YOURS DON'T DESERVE ANOTHER MONGUL OR BRAINIAC, IF YOU GET MY MEANING.

AGREED. WE HAVE ERRED IN THE PAST.

THESE WARRIORS SHALL HAVE A FREE HAND IN CHOOSING.

PERHAPS I SHOULD STAY BEHIND AS WELL-- WE COULD GOVERN WARWORLD TOGETHER, YOU AND I.

YOUR CHARMS HAVE NO PLAY ON ME, MAXIMA. ORION IS NO LAP-DOG.

PITY--YOU WOULD MAKE A *FINE* MATE.

IF YOU'RE *LOOKING*, MAXIE, WHY NOT COME BACK TO EARTH AND SEE MY *ETCHINGS*?

HMMM--PERHAPS-- *AFTER* I HAVE RETRIEVED MY WARSHIP.

I GROW BORED WITH THESE PROCEEDINGS-- IT IS TIME I TAKE MY LEAVE, SUPERMAN.

BE CAREFUL WITH BRAINIAC. EVEN IN THIS STATE--

HE TOOK ME BY CHANCE ONCE-- I WILL NOT FALL VICTIM AGAIN. FAREWELL.

I'M BEGINNING TO WONDER IF I DID THE RIGHT THING, ALLOWING HIM TO TAKE BRAINIAC.

OH WELL. LIGHTRAY-- CAN YOUR "MOTHER BOX" GENERATE A "BOOM TUBE" TO GET THE REST OF US BACK TO EARTH?

YES.

"GOOD. LET'S MAKE OUR WAY TO THE SURFACE, SO WE CAN RE-GROUP WITH THE OTHERS!"

"CITIZENS OF WARWORLD-- CEASE YOUR AGGRESSIONS! THE CONFLICT HAS ENDED!

ORDER HAS BEEN RESTORED-- THE GREAT WARRIOR ORION IS YOUR NEW RULER.

EVERY ABLE-BODIED INDIVIDUAL WILL JOIN IN THE SEARCH FOR INJURED CIVILIANS.

MEDICAL FACILITIES ARE OPEN IN EVERY QUADRANT TO HANDLE THE EMERGENCY!

HURRY! THERE ARE *MORE* UNDER THIS RUBBLE.

A CHILD- JUST A CHILD.

CHILDREN ARE THE TRULY *INNOCENT* VICTIMS OF *WAR*, FRIEND.

BRAINIAC WAS WILLING TO *KILL* HIS OWN SUBJECTS, JUST TO GET TO US.'

I GATHER SUPERMAN AND THE OTHERS GOT TO HIM--I JUST *HOPE* THEY GAVE HIM WHAT HE DESERVED--A SLOW, PAINFUL *DEATH*.'

THAT IS *NOT* SUPERMAN'S WAY. HE--

HOW ARE THEY, WONDER WOMAN?

WE HAVE DONE WHAT WE COULD FOR THESE PEOPLE, SUPERMAN, BUT THERE IS MUCH SUFFERING.

IS BRAINIAC--

HE'S BEEN TAKEN CARE OF, SLADE.

NOW IS EVERYONE HERE? LIGHTRAY IS GOING TO TRANSPORT US BACK TO EARTH!

BRAINIAC IS *DEAD*?

NAH, PRINCESS... SUPES "WEENIED OUT" AND LET METRON--

QUIET, GARDNER!

PROCEED, LIGHTRAY.

PING PING PING

THAT THING IS GONNA GET US TO EARTH?

"MOTHER BOX" IS CREATING A DIMENSIONAL BRIDGE KNOWN AS A "BOOM TUBE."

TRAVELING THIS WAY IS--*QUITE* EXHILARATING, I ASSURE YOU.

"CITIZENS OF METROPOLIS--THE DANGER HAS PASSED...

...METROPOLIS WAS HIT *HARD* BY THE INVADERS, BUT I'M HERE TO PLEDGE *LEXCORP'S* RESOURCES TOWARDS THE *REBUILDING*.

I, LEX LUTHOR THE SECOND, HAVE THE *SAME* COMMITMENT MY LATE *FATHER* HAD FOR THIS CITY!

BUT *ENOUGH* ABOUT *ME*--WE'RE HERE TO HONOR THESE FINE CHAPS WHO PULLED OUR *FAT* OUT OF THE *FIRE*!

LET'S *HEAR* SOME "*HOOTS* AND *HOLLERS*" FOR THE LADS!

GOTTA HAND IT TO THIS LEX-KID FOR GETTING A *PARADE* ORGANIZED ON A MOMENT'S NOTICE!

SURE WAS *SWELL*-- BUT I FEEL KIND OF *EMBARRASSED* AT ALL OF THIS *ATTENTION*, 'BEETLE!

DON'T BE SO *HUMBLE*, CAP'N-- WE *DESERVE* THIS FOR ALL OF THE *OTHER* TIMES WE SAVED THE WORLD THAT NOBODY *HEARD* ABOUT!

I WOULD BE REMISS IN NOT EXTENDING A "THANKS" TO ALL OF THE HEROES *NOT* PRESENT AT THIS CELEBRATION, SUCH AS--

OH, *NO*--CHIN UP, MARVEL--LOOKS LIKE WE'RE NOT *DONE* FIGHTING *YET*!

WE'RE BACK ON EARTH, GUY-- AND LOOK AT THE CROWD!

THAT AIN'T JUST A CROWD, FIRE-- THAT'S A PARADE!

BOOM!!

I GATHER BATMAN AND THE OTHERS WERE SUCCESSFUL IN DEFENDING THE HOMEFRONT!

THE PARADE IDEA SEEMS A LITTLE SELF-SERVING, THOUGH!

MAYBE BLUE BEETLE ORGANIZED IT!

THANKS A BUNCH, DIBNY, BUT THIS WAS LUTHOR'S KID'S IDEA!

SMART ONE, THAT LEX! AHHH-- LET ME BASK IN THE FAME...

MARVEL.

IT WAS AN HONOR TO SERVE UNDER YOUR COMMAND, SUPERMAN!

HE IS A BROWN-NOSE!

SUPERMAN -- LET'S NOT DISAPPOINT THESE FINE FOLKS WHO TURNED OUT TO PAY TRIBUTE...

...GIVE US A *FEW WORDS.*

C'MON, SUPEY -- YOU GOT US ALL TOGETHER.

WELL, I--

GO ON -- WARM UP THE CROWD FOR ME!

SPLENDID! LADIES AND GENTS -- I GIVE YOU THE *MAN OF THE HOUR, SUPERMAN!*

UM, THANKS.

FWEEE

I GUESS ALL I CAN SAY IS THAT, *THANKS* TO A *TEAM* EFFORT, WE'VE DEFEATED A *MENACE* WHO THREATENED OUR VERY EXISTENCE.

IN THE PAST, I'D ALWAYS *PREFERRED* TO WORK ALONE. BUT *THIS* EXPERIENCE HAS MADE ME RE-THINK THINGS.

WORKING WITH THESE OTHER DEDICATED FOLKS HAS SHOWN ME THAT *TEAMWORK* IS A NECESSITY...

WHEN YOU'RE UP AGAINST A MENACE MORE POWERFUL THAN YOURSELF.

WITH THE JUSTICE LEAGUE *GONE*, THERE IS A *VOID* THAT NEEDS TO BE FILLED.

THIS TIME OUT, *WE* HAVE FILLED THE VOID -- BUT *TOMORROW--?*

WELL, THAT'S A TOPIC FOR ANOTHER DAY. FOR *TODAY*, I'D LIKE TO THANK ALL OF THOSE *NOT* HERE, WHO DID THEIR SHARE IN THIS...

...*ESPECIALLY* OUR FALLEN *COMRADE...*

"... A WARRIOR KNOWN AS DRAAGA, WHO GAVE HIS LIFE SO THAT ONE OF US WOULD LIVE TO FIGHT ANOTHER DAY.'"

"LET THIS GATHERING SERVE AS A MEMORIAL TO A BEING NOT OF THIS EARTH, WHO NEVERTHELESS FOUGHT WITH US TO PROTECT IT.'"

< IT IS FITTING THAT DRAAGA REMAIN HERE, ON THIS ASTEROID. >

< HIS DESTINY WAS INTERTWINED WITH YOUR BELOVED CLERIC, WHOM SUPERMAN BURIED HERE SOME TIME BACK. >

< DRAAGA GAVE HIS LIFE TO SAVE YOU--THERE IS GREAT HONOR IN SUCH A PASSING, MATRIX--DO NOT BE SAD. >

< IN MY EXISTENCE, I HAVE SEEN THE DEATH OF MY WORLD, MY FRIENDS--NOW THIS FRIEND. >

< FOR TOO LONG, LITTLE ONE, I WANDERED THE GALAXIES, FROZEN IN THE FORM OF SUPERMAN... >

<... UNSURE OF WHO I WAS SUPPOSED TO BE, OR WHERE I BELONGED... >

< YOU HAVE FOUND THAT WHICH YOU SEEK? >

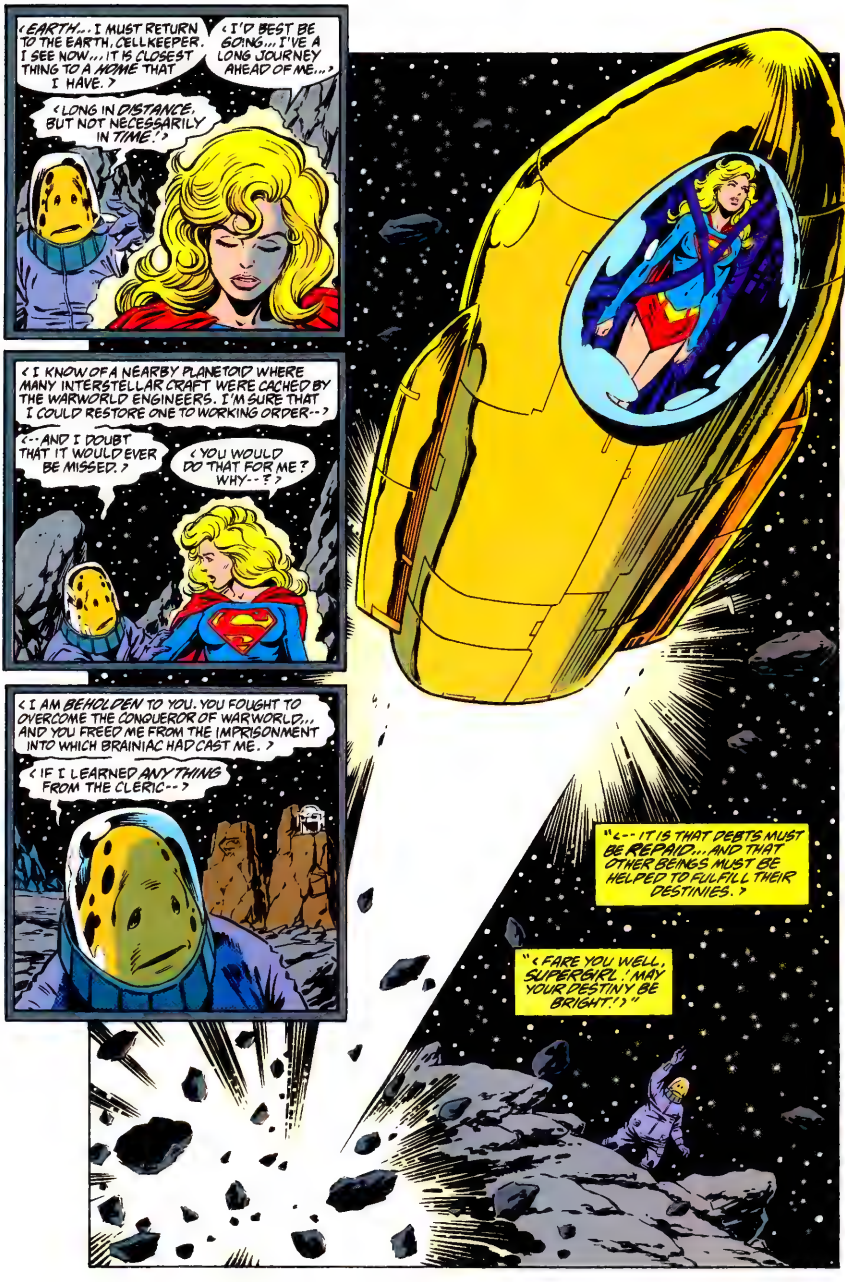
< THIS IS THE IMAGE I ASSUMED WHEN DRAAGA ATTACKED ME, THINKING I WAS SUPERMAN. >*

<IT IS THE FORM HE DIED PROTECTING.>

< THIS "SKIN" FEELS RIGHT, AND THE NAME "SUPERGIRL" DOES SUIT ME. >

< WHERE WILL YOU GO? >

* IN ACTION #674, PILGRIM.


‹EARTH... I MUST RETURN TO THE EARTH, CELLKEEPER. I SEE NOW... IT IS CLOSEST THING TO A HOME THAT I HAVE.›
‹I'D BEST BE GOING... I'VE A LONG JOURNEY AHEAD OF ME...›
‹LONG IN DISTANCE, BUT NOT NECESSARILY IN TIME!›
‹I KNOW OF A NEARBY PLANETOID WHERE MANY INTERSTELLAR CRAFT WERE CACHED BY THE WARWORLD ENGINEERS. I'M SURE THAT I COULD RESTORE ONE TO WORKING ORDER--›
‹--AND I DOUBT THAT IT WOULD EVER BE MISSED.›
‹YOU WOULD DO THAT FOR ME? WHY--?›
‹I AM BEHOLDEN TO YOU. YOU FOUGHT TO OVERCOME THE CONQUEROR OF WARWORLD,,, AND YOU FREED ME FROM THE IMPRISONMENT INTO WHICH BRAINIAC HAD CAST ME.›
‹IF I LEARNED ANYTHING FROM THE CLERIC--›
"‹--IT IS THAT DEBTS MUST BE REPAID... AND THAT OTHER BEINGS MUST BE HELPED TO FULFILL THEIR DESTINIES.›
"‹FARE YOU WELL, SUPERGIRL! MAY YOUR DESTINY BE BRIGHT!›"

"... AND THAT'S THE SCENE IN DOWNTOWN METROPOLIS, STEVE."

"IN ORGANIZING THIS VICTORY PARADE FOR THE HEROES, LEX LUTHOR THE SECOND SEEMS TO PROVE HE CAN DO NO WRONG."

:HUFF:! THAT'S FOR SURE! NEVER IN MY WILDEST DREAMS DID I THINK I COULD TRUST A LUTHOR WITH ANY OF MY INVENTIONS!

EVEN INVITED ME TO THE PARADE, BUT I'VE GOT NO INTEREST IN HAVING MY MUG PLASTERED ALL OVER THE DANGED MEDIA...

... TOO MANY "CRAZIES" OUT THERE WHO'D WANT TO HORN IN ON MY PEACE AND QUIET! :UNHHFF:!

HUH! WITH ALL THAT JUNK PILED UP IN FRONT OF IT, I NEARLY FORGOT THIS CONTRAPTION WAS STILL HERE!

'BUILT THIS AS AN ISOLATION CHAMBER.

USED IT TO HELP JIMMY OLSEN RECOVER HIS PEACE OF MIND, AFTER HE CAME TO ME RANTING THAT SUPERMAN MADE HIM GO BALD!

THE BOY'S HAD HIS SHARE OF BAD LUCK...

"...BUT HIS TROUBLES THAT DAY STARTED THE MINUTE I'D SEALED HIM IN THE CHAMBER!

"FIRST, HE STARTED HEARING A VOICE OTHER THAN MINE IN THERE...

"...AND THEN, THE NEXT THING I KNEW, THE CHAMBER WAS JOLTED BY A MASSIVE POWER SURGE THAT BLEW EVERY FUSE IN THE LAB.

"JIMMY WAS GONE, AND IN HIS PLACE WAS A HULK I'D NEVER LAID EYES ON BEFORE--HUSQUE, HE CALLED HIMSELF.

"SEEMS THAT IN THE TOTAL ISOLATION OF THE CHAMBER, HUSQUE WAS ABLE TO "CONNECT" WITH JIMMY, TRADING PLACES WITH HIM."

JIMMY WAS TRAPPED IN HUSQUE'S DIMENSION, UNTIL HUSQUE *VOLUNTEERED* TO SWITCH PLACES AGAIN.*

GOOD GOLLY--HE AGREED TO GO BACK IF I PROMISED TO AID HIS *SISTER*! I'D *FORGOTTEN* ALL ABOUT MY VOW!

THIS *IS* ALL VERY CONFUSING--HE DIDN'T *TELL* ME MUCH ABOUT HER, OR *WHERE* SHE'S SUPPOSED TO *BE*.

IT MIGHT BE A GOOD OPPORTUNITY FOR ME TO SPEND THE NEXT COUPLE OF DAYS REWIRING THIS ISO-CHAMBER.

MAYBE I COULD REESTABLISH CONTACT WITH HUSQUE'S WORLD--FIND OUT *MORE* ABOUT THIS *SISTER* OF HIS.

*FLASHBACK COURTESY SUPERMAN #S 38 & 39.

DAILY PLANET

CITY ROOM

-SIGH- OKAY. TAKE A DEEP BREATH.

STRAIGHTEN UP--LOOK EVERYONE SQUARE IN THE EYE...

GOOD DAY!

!

LY

MY, MY.

I'M IMPRESSED!

PERRY WHITE

TAP TAP TAP

DAILY PLANET

MANAGING EDITOR

MR. WHITE?

GOOD--GOOD--YOU'RE ON TIME. I LIKE PUNCTUALITY!

COME IN.

LET ME SHOW YOU MY PORTFOLIO OF CURRENT PHOTOS...

PERRY WHITE

I AM FAMILIAR WITH YOUR WORK--

NEWSTIME

--OLSEN!

YOU KNOW, SON, IF I'D BEEN IN CHARGE, I WOULD HAVE DONE MY DAMNDEST TO KEEP YOU ON--AND I'M NOT BLAMING FOSWELL...

...HE WAS GIVEN A DIRECTIVE BY MANAGEMENT TO CUT COSTS!

TIME

THE EXPERIENCE TAUGHT ME SOME HARD LESSONS, MR. WHITE.

IT'S ALL WATER OVER THE BRIDGE--I HAVE A JOB WITH NEWSTIME.

WHY...I--I MEAN, JIM--I'M OFFERING YOU A FULL-TIME POSITION...

I KNOW I'M ONLY A "STRINGER" FOR NEWSTIME, BUT THAT GIVES ME THE FREEDOM TO SET MY OWN SCHEDULE, TO BE MY OWN BOSS...

YOU'RE MAKING ME WISH I HADN'T GIVEN UP CIGARS, OLSEN!

HERE'S THE DEAL--YOU COME BACK TO THE PLANET AT FIVE PERCENT ABOVE YOUR OLD SALARY, AND LET ME BE THE BOSS!

THAT'S THE OFFER--WELCOME BACK.

OKAY, OKAY--BUT I NEED A WEEK TO SETTLE MY AFFAIRS AT THE MAGAZINE, CHIEF!

FINE--BUT DON'T CALL ME CHIEF!

STOP THE PRESSES--JAMES BARTHOLOMEW OLSEN IS BACK, AND THE DAILY PLANET'S GOT HIM!

PER, WHITE

DAILY PLANET

MANAGING EDITOR

WELCOME BACK TO THE FOLD, STRANGER--

"--WE MISSED YOU."

C'MON, YOU OLD GOAT! BUZZ ME UP-- I'M FREEZING OUT HERE!

BZZZT

FINALLY! I HAVEN'T SEEN YOU AT THE *DINER* IN OVER TWO DAYS, EMIL!

I BROUGHT YOU SOME FOOD!

MILDRED KRANTZ, AS I LIVE AND BREATHE-- WHAT *DAY* IS IT TODAY?

IT'S *WONDERFUL* TO SEE YOU ALSO, EMIL.

:SIGH: IT'S *WEDNESDAY*, AND THAT'S *EGG SALAD*-- OH, AND A DANISH!

:MMMPH: I'M FAMISHED-- 'BEEN WORKING 'ROUND THE CLOCK, WITH A FEW CATNAPS--SOLVING A "PROBLEM."

:MUNCH: GUESS I LOST TRACK OF *TIME*. :URP:

WELL, EXCUSE *YOU*!

WHAT IS *THIS*--A TROPICAL *FISH-TANK*?

WELL, IF THAT'S NOT IT, THEN I JUST DON'T KNOW--UNLESS IT'S A GREENHOUSE FOR--?

:MUNCH: ACTUALLY, IT'S AN INTERDIMENSIONAL WAY-STATION--OR AT LEAST IT IS NOW, AFTER MY FIDDLING.

YOU SEE, THERE'S THIS FELLOW--A SUPERHUMAN TYPE NAMED HUSQUE--WHO'S TRAPPED IN ANOTHER DIMENSION.

ANYHOW, THIS FELLOW'S ONLY WAY OUT OF THAT PLACE IS THIS MACHINE OF MINE!

I'VE SEEN A LOT OF THINGS, LIVING IN METROPOLIS ALL THESE YEARS, BUT PLEASE--

--ANOTHER DIMENSION?

IT'S TRUE, MILDRED--HE WANTS OUT, BUT HE CAN ONLY GET OUT IF SOMEONE WILL TAKE HIS PLACE IN HIS DIMENSION!

COULDN'T YOU GET SOMEONE WITH A MONTH TO LIVE TO TRADE PLACES WITH HIM?

THAT'S TRICKY--HUSQUE COULD ONLY MAKE CONTACT WITH SOMEONE HE'D ALREADY HAD A MENTAL BOND WITH!

HE DID THAT WITH MY FRIEND JIMMY OLSEN, BECAUSE OF A PREVIOUS ENCOUNTER, AND I GUESS HE COULD SWITCH WITH ME.

YOU HAVE ABSOLUTELY LOST ME, EMIL--AND DON'T BE OFFENDED, BUT FRANKLY I ASKED ABOUT THIS ONLY TO BE POLITE.

POLITE?

YOU NEEDN'T *HUMOR* ME ANY MORE, MILDRED. I DON'T EXPECT YOU TO PRETEND TO BE INTERESTED IN MY WORK.

I'VE GOT AN *EIGHTH-GRADE* EDUCATION, EMIL HAMILTON!

WHRRR

CLIK

I CAN *BARELY* OPERATE A *MICROWAVE OVEN*, LET ALONE *UNDERSTAND* WHAT YOU DO FOR A LIVING!

MILDRED, WAIT-- *WHOOPS!*

THE BUTTON-- YOU HIT THE *BUTTON!*

WHRRRRR

OH, FOR CRYING OUT LOUD!

WHICH BUTTON WAS IT?

STAY *CALM*-- IT'S A ROW OF *RED* BUTTONS.

THE FIRST-- *WHAT?* OH NO. IS THAT *YOU*, HUSQUE?

HAVE YOU HELPED MY SISTER, EMIL HAMILTON?

I DON'T KNOW WHO YOU'RE TALKING TO, BUT YOU'RE FRIGHTENING ME!

I *HOPE* THIS IS THE RIGHT BUTTON!

LOCK

ENGAGE

OH MY GOODNESS!

EMIL, I'M SO SORRY--I'M SO SORRY.

TELL ME WHAT TO DO.

OH NO-NO! EMIL, DON'T FRIGHTEN ME LIKE THIS--

--MY HEART-- BEATING TOO FAST! I-

<HUSQUE HAS RETURNED--BUT *WHY* DID EMIL HAMILTON CHOOSE THIS TIME TO BRING ME OUT?>

<THE FEMALE IS UNWELL--IS *THIS* WHY I AM *HERE*? HOW MAY *I* HELP HER?>

"GOOD GOLLY-- WHAT HAVE I FALLEN INTO?"

< C'MON, HUSQUE-- LET'S SHOW THESE IMPERIAL GUARDSMEN WHAT REVOLUTIONARIES CAN-->

< UH-OH-- WHERE'D YOU GO?>

< BY SUPREME ORDER YOU TWO ARE CHARGED WITH *SEDITION* AGAINST THE EMPERORS.>

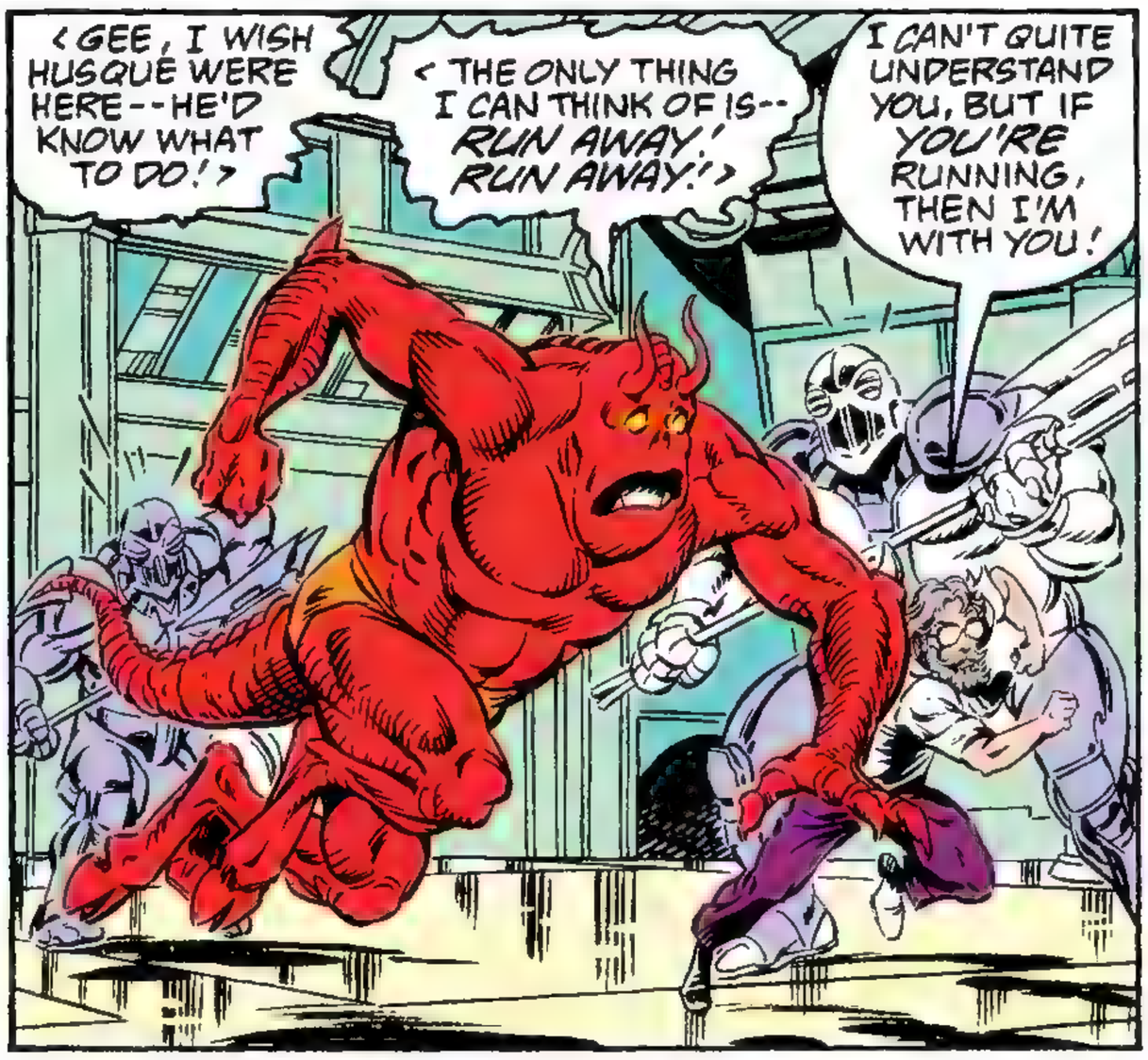
< HOLD-- HUSQUE HAS VANISHED, AND IN HIS WAKE KNEELS A-- *HUMAN*?>

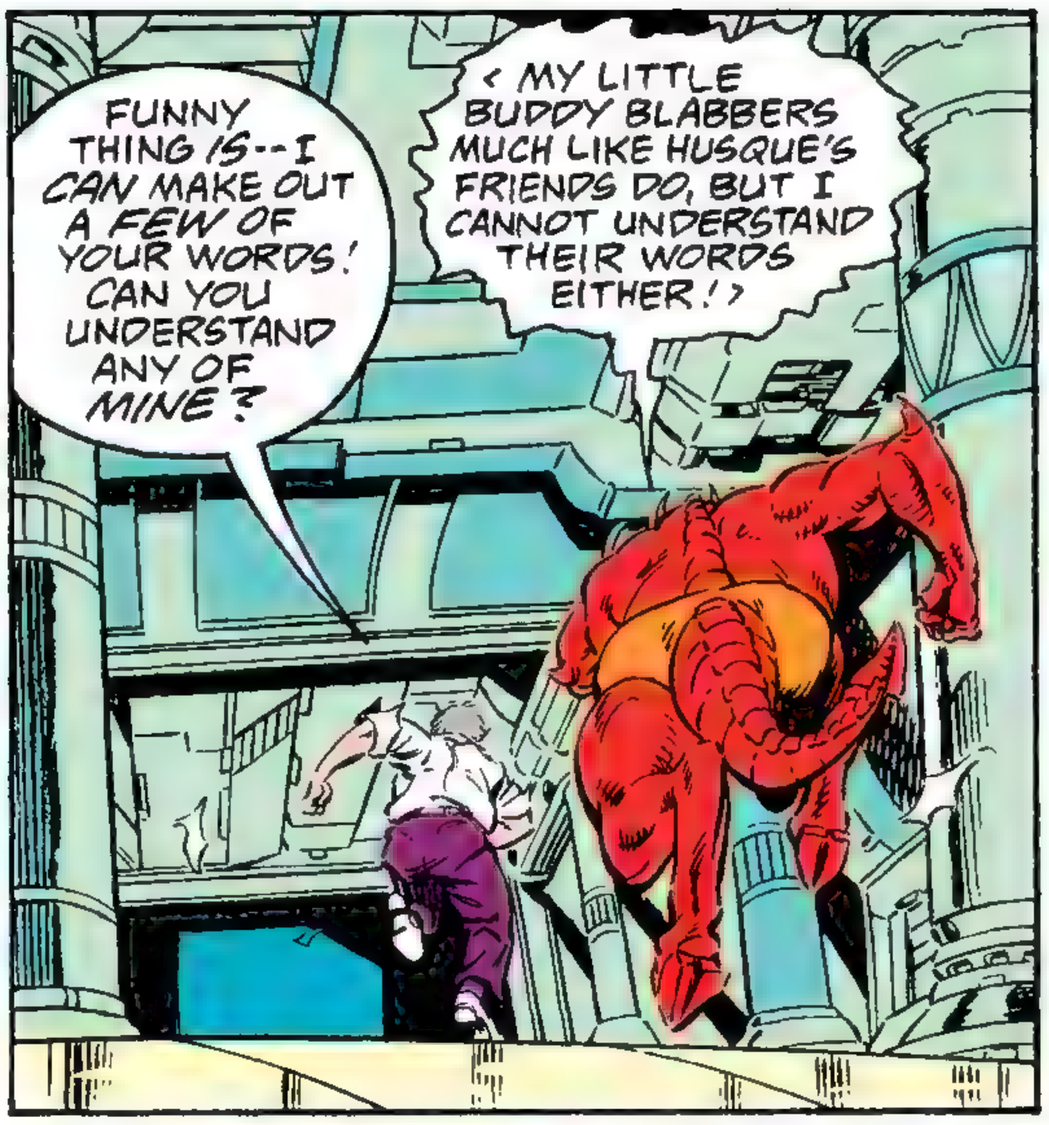
THINK QUICKLY, EMIL--FROM THE DESCRIPTIONS I'VE GOTTEN, THIS DOESN'T SEEM TO BE HUSQUE'S *VOID-WORLD*.

< NO MATTER. HE WILL BE TRIED FOR HUSQUE'S CRIMES.>

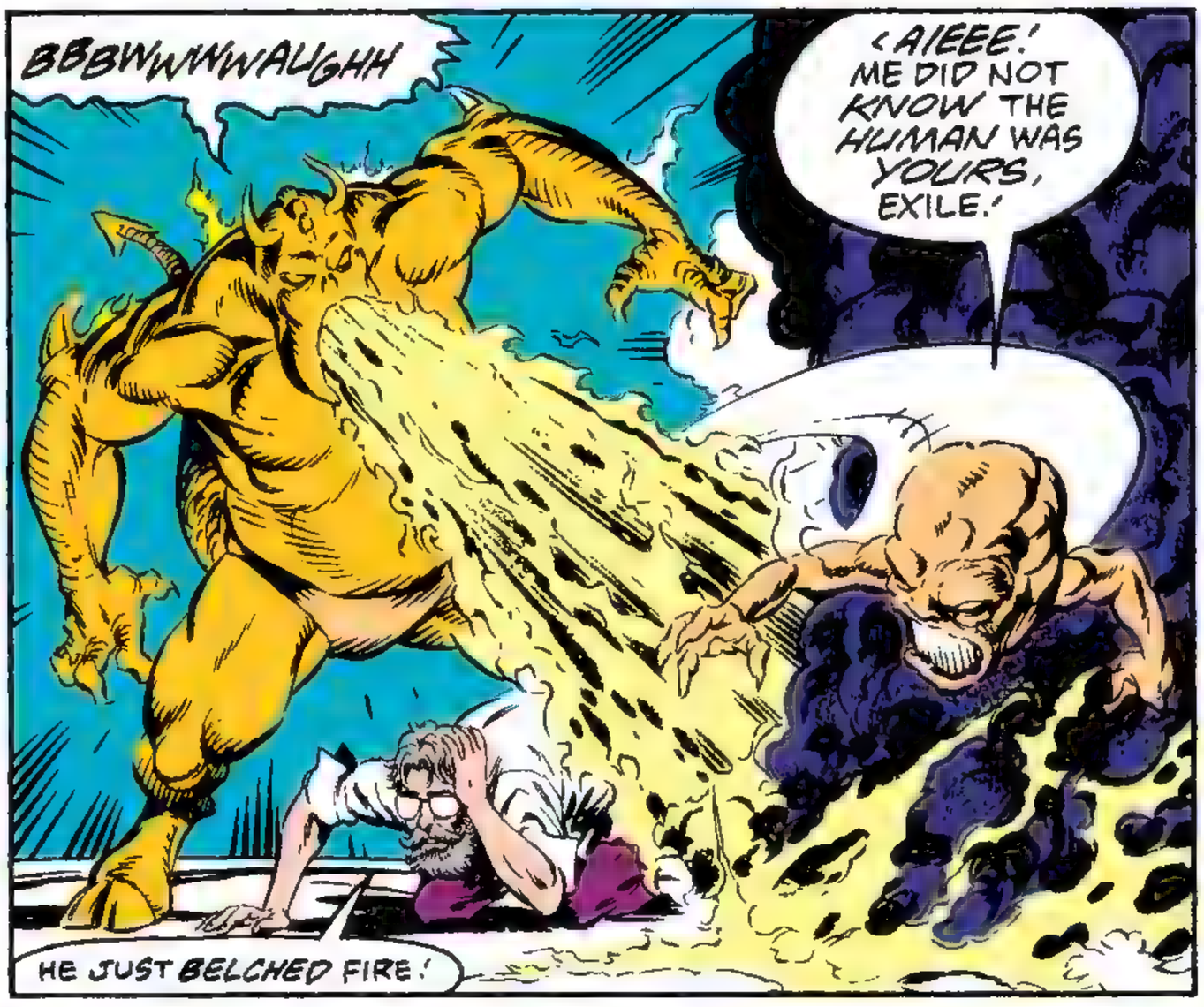
< LEAVE THE LITTLE GUY ALONE WITH YOUR *ROYAL DECREES*, OR SO HELP ME, I'LL *EAT* YOU GUYS FOR DINNER!>

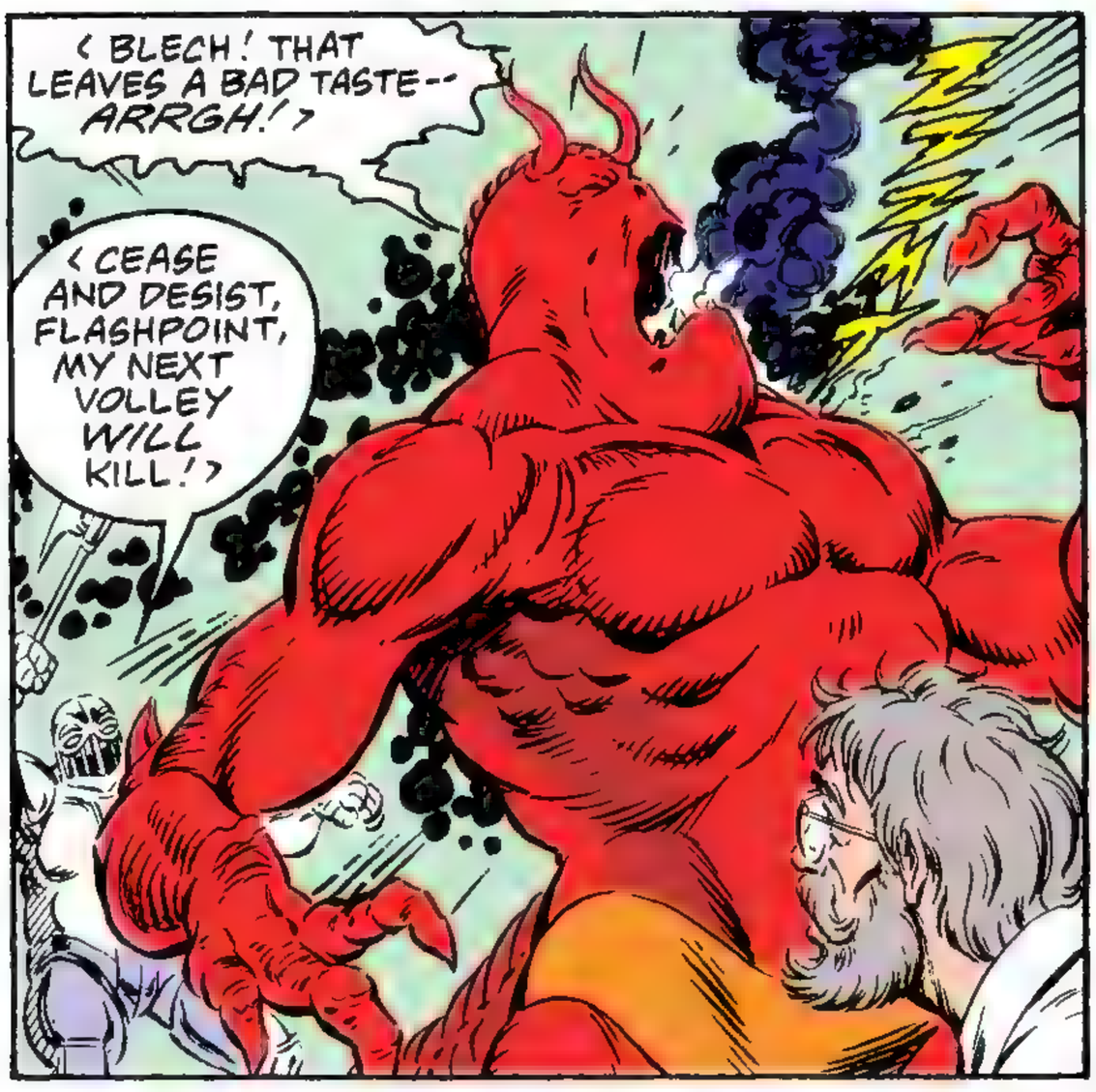
< YOU *KNOW* THAT IS AGAINST THE *LAW*, FLASHPOINT--GIVE YOURSELVES UP!>


‹GEE, I WISH HUSQUE WERE HERE--HE'D KNOW WHAT TO DO!›
‹THE ONLY THING I CAN THINK OF IS-- RUN AWAY! RUN AWAY!›
I CAN'T QUITE UNDERSTAND YOU, BUT IF YOU'RE RUNNING, THEN I'M WITH YOU!

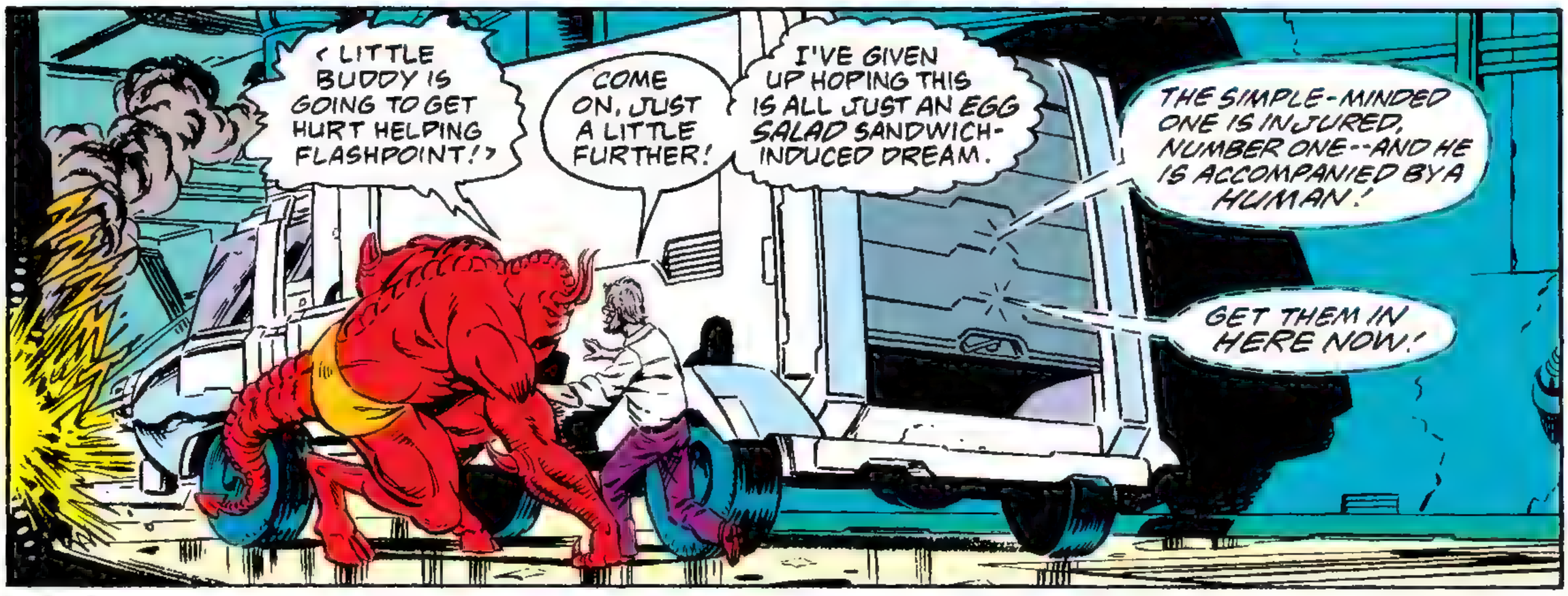

FUNNY THING IS--I CAN MAKE OUT A FEW OF YOUR WORDS! CAN YOU UNDERSTAND ANY OF MINE?
‹MY LITTLE BUDDY BLABBERS MUCH LIKE HUSQUE'S FRIENDS DO, BUT I CANNOT UNDERSTAND THEIR WORDS EITHER!›

‹BRAINZZZ!›
‹LOOK OUT! DON'T LET THOSE GUYS LATCH ONTO YOUR SKULL!›
WHOOP!


BBBWWWWAUGHH
‹AIEEE! ME DID NOT KNOW THE HUMAN WAS YOURS, EXILE.'
HE JUST BELCHED FIRE!

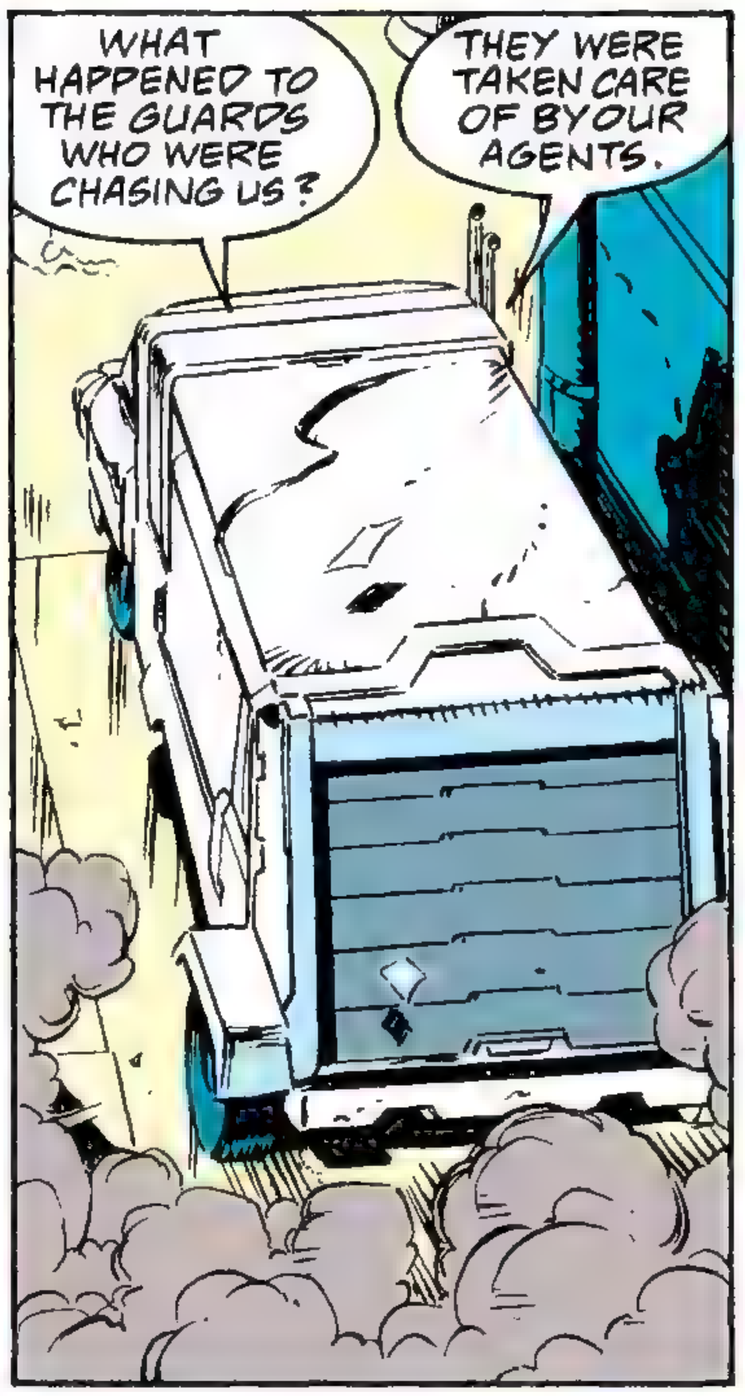

‹BLECH! THAT LEAVES A BAD TASTE-- ARRGH!›
‹CEASE AND DESIST, FLASHPOINT, MY NEXT VOLLEY WILL KILL!›

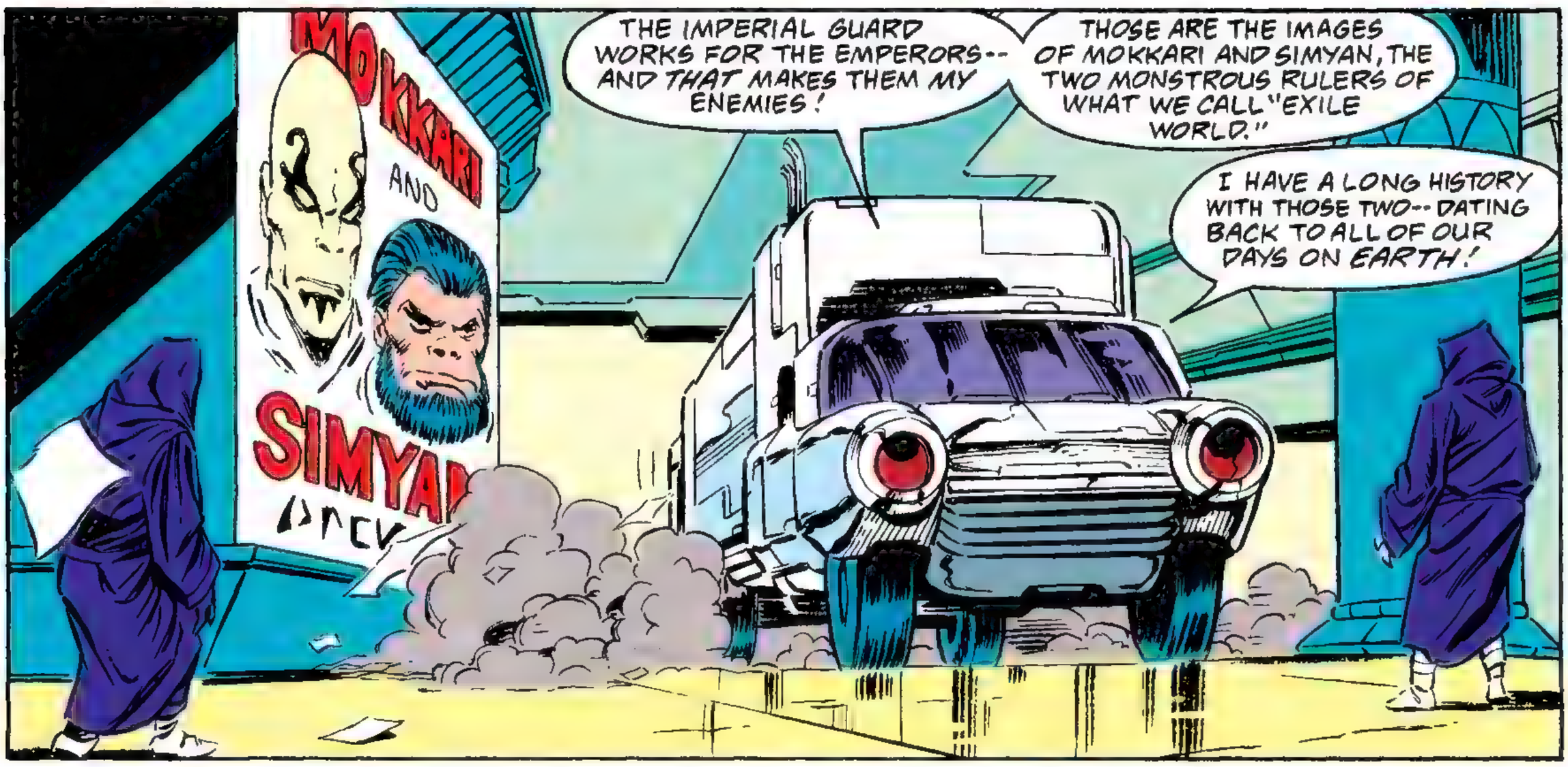
‹:UHHN: TOO CLOSE TO MY BUDDY TO "POOF" INTO FLAMES!›
COME THIS WAY-- MAYBE WE CAN HIDE BEHIND THIS TRUNK!
COME ON!
ZZZZHT


< LITTLE BUDDY IS GOING TO GET HURT HELPING FLASHPOINT!>
COME ON, JUST A LITTLE FURTHER!
I'VE GIVEN UP HOPING THIS IS ALL JUST AN EGG SALAD SANDWICH-INDUCED DREAM.
THE SIMPLE-MINDED ONE IS INJURED, NUMBER ONE--AND HE IS ACCOMPANIED BY A HUMAN!
GET THEM IN HERE NOW!

THIS WAY-- HURRY!
?? I UNDERSTOOD YOU!

THIS CHAP NEEDS MEDICAL ATTENTION. HE'S LOST A LOT OF-- I GUESS IT'S BLOOD--BUT I'M NOT SURE.


WHAT HAPPENED TO THE GUARDS WHO WERE CHASING US?
THEY WERE TAKEN CARE OF BY OUR AGENTS.


MOKKARI AND
SIMYAN
THE IMPERIAL GUARD WORKS FOR THE EMPERORS-- AND THAT MAKES THEM MY ENEMIES!
THOSE ARE THE IMAGES OF MOKKARI AND SIMYAN, THE TWO MONSTROUS RULERS OF WHAT WE CALL "EXILE WORLD."
I HAVE A LONG HISTORY WITH THOSE TWO-- DATING BACK TO ALL OF OUR DAYS ON EARTH!

EARTH ? MOKKARI AND SIMYAN ? WHY DO THEIR NAMES SOUND FAMILIAR?

WAIT ! JIMMY OLSEN ! DO YOU KNOW--

HE'S A GOOD KID-- LIKE A SON TO ME.

I WAS CLONED FROM HIS FATHER'S CELLS--A PRODUCT OF MOKKARI AND SIMYAN'S "EVIL FACTORY" WHICH JIM HELPED SHUT DOWN.'*

*IN SUPERMAN #43.'

THEY USED HUSQUE TO TELEPORT THEM FROM THE "VOID" TO MY WORLD, AND THEY QUICKLY TOOK CONTROL OVER IT.'

YOU FIND YOURSELF IN THE MIDST OF A REVOLUTION, HUMAN.

THE POPULACE AT LARGE DOES NOT UNDERSTAND THE DANGER POSED BY THESE TWO.

WE COULD USE HUSQUE'S MUSCLE, FRIEND.

DON'T SUPPOSE YOU COULD SNAP YOUR FINGERS AND BRING HIM BACK ?

IT WAS AN ACCIDENT THAT I SWITCHED PLACES WITH HIM--BUT THAT ISN'T WHAT'S IMPORTANT RIGHT NOW--

--WE MUST GET MEDICAL HELP FOR THIS FELLOW--HE MAY NEED A TRANSFUSION, OR AT LEAST SOMETHING TO STOP HIS BLEEDING.'

THESE ARE DIRE TIMES, HUMAN--ARE YOU WILLING TO HELP OUR CAUSE ?

I'LL DO ANYTHING I CAN TO SAVE HIS LIFE...

"...AS HE TRIED TO SAVE MINE."

<PLEASE--YOU MUST HELP! THIS FEMALE IS ILL-->

MY GOD--HE'S HURT THAT POOR LADY!

A·T·O·M·

I HOPE SOMEONE CALLED THE COPS!

<IF THEY WOULD ALLOW A BOND--I COULD COMMUNICATE WITH ONE OF THEM.>

FWAM

THAT WAS A WARNING SHOT, FELLA...

<HUSQUE, IT SEEMS, WILL NOT BE ALLOWED TO EXPLAIN HIMSELF.>

...AS A PRIVATE POLICE FORCE, TEAM LUTHOR RESPECTFULLY ASKS YOU TO SURRENDER PEACEFULLY.

COMBINED, WE WIELD ENOUGH FORCE TO FLATTEN YOU, PAL--DON'T MAKE US USE IT!

TL-1

TL-2

TL-3

THIS STORY CONTINUES IN ACTION #676, AND THEN INTO MAN OF STEEL #11, SO BE THERE OR BE LEFT OUT. THANKS FOR YOUR KIND SUPPORT.

DC
674
FEB 92
US $1.00
CAN $1.25
UK 60p
SUPERGIRL
IN ACTION COMICS
1992
8
APPROVED BY THE COMICS CODE AUTHORITY
PANIC IN THE SKY!
PROLOGUE
JURGENS McLEOD
THE JUMP-ON POINT FOR A MAJOR SPACE EPIC!
BY STERN, McLEOD & RODIER

DC
9
MAR 92
US $1.00
CAN $1.25
UK 60p
SUPERMAN
THE MAN OF STEEL
APPROVED BY THE COMICS CODE AUTHORITY
1992
9
DAILY PLANET
BOGDANOVE & JANKE '91
PANIC IN THE SKY!
FIRST STRIKE
BY L. SIMONSON, BOGDANOVE & JANKE
BRAINIAC ATTACK!

SUPERMAN
65
MAR 92
US $1.00
CAN $1.25
UK 60p
APPROVED BY THE COMICS CODE AUTHORITY
1992
10
BY DAN JURGENS AND BRETT BREEDING
PANIC IN THE SKY!
SECOND STRIKE
JURGENS & BREEDING

DC
1992
11
THE ADVENTURES OF
APPROVED BY THE COMICS CODE AUTHORITY
488
MAR 92
US $1.00
CAN $1.25
UK 60p
SUPERMAN
PANIC IN THE SKY!
THIRD STRIKE
IN THIS ISSUE: FIND OUT WHY WE CALL IT WARWORLD!
BY ORDWAY, GRUMMETT & HAZLEWOOD
GRUMMETT & ORDWAY

SUPERMAN
IN ACTION COMICS
675
MAR 92
US $1.00
CAN $1.25
UK 60p
1992
12
APPROVED BY THE COMICS CODE AUTHORITY
BY STERN, McLEOD & RODIER
PANIC IN THE SKY!
FOURTH STRIKE
MIND GRABBER!

DC
10
APR 92
US $1.00
CAN $1.25
UK 60p
SUPERMAN
THE MAN OF STEEL
1992
13
APPROVED BY THE COMICS CODE AUTHORITY
PANIC IN THE SKY!
FIFTH STRIKE
BY LOUISE SIMONSON, JON BOGDANOVE & DENNIS JANKE
BOGDANOVE-JANKE
after PEREZ '85

SUPERMAN
66
APR 92
US $1.00
CAN $1.25
UK 60p
APPROVED BY THE COMICS CODE AUTHORITY
BY DAN JURGENS AND BRETT BREEDING
PANIC IN THE SKY!
FINAL STRIKE
1992
14

DC
1992
15
THE ADVENTURES OF
SUPERMAN
APPROVED BY THE COMICS CODE AUTHORITY
489
APR 92
US $1.00
CAN $1.25
UK 60p
PANIC IN THE SKY!
EPILOGUE
HOME ARE THE HEROES!
BY JERRY ORDWAY, TOM GRUMMETT & DOUG HAZLEWOOD